

Securities issue registration number

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PJSC Moscow Exchange

(name of the registering organization)

The DOCUMENT CONTAINING CONDITIONS FOR PLACEMENT OF
SECURITIES

**Interregional Distribution Grid Company of Centre,
Public Joint-Stock Company**

uncertificated unconvertible interest-bearing exchange-traded bonds with centralized recording of rights of series 001P-02, with a par value of 1 000 (One thousand) rubles each, with the maturity on the 1 092-nd (One thousand ninety second) day from the date of the beginning of the placement of the Bonds, placed by public offering within the Program of exchange-traded bonds of series 001P, with identification number 4-10214-A-001P-02E dated 21.12.2016

Issuer's location (in accordance with its charter): *Moscow, Russia*

**Head of Department of Finance
of IDGC of Centre, PJSC
Power of attorney №D-TSA/186 of 01.10.2019**

“ 02 ” June 20 20 .

signature
Stamp here.

N.V. Sychev
Full name

Hereinafter in this document the following terms will be used:

The issuer – Interregional Distribution Grid Company of Centre, Public Joint-Stock Company (IDGC of Centre, PJSC);

The Program, the Program of bonds – the Program of exchange-traded bonds of series 001P, with identification number 4-10214-A-001P-02E of 21.12.2016, within the framework of which this issue of exchange-traded bonds is placed;

The Decision on the issue – a decision on the issue of securities, fixing the set of property and non-property rights in relation to a specific issue of exchange-traded bonds under the Program;

Conditions of placement – this document containing the terms of the placement of the Bonds;

The exchange-traded Bond or the Exchange-traded Bond of an issue – an exchange bond placed within the framework of the Issue;

Issue – this issue of Exchange-traded bonds placed under the Program, registration number of the issue 4B02-02-10214-A-001P dated 01.06.2020;

Other terms used in the Decision of the issue have the meanings defined in the Program and the Decision on the issue.

1. Kind, category (type) and other identification features of securities

Type of securities: ***exchange-traded bonds.***

Other identification features of placed securities: ***uncertificated unconvertible interest-bearing exchange-traded bonds with centralized recording of rights of series 001P-02.***

2. Number of placed equity securities

5 000 000 (Five million) pieces.

3. Securities placement period

The start date for the placement of Exchange-traded bonds: ***05 June 2020.***

The start date for the placement of Exchange-traded bonds may be changed (rescheduled) by the decision of the Issuer's sole executive body, subject to the requirements for the procedure for disclosing information on the change (postponement) of the start date for the placement of Exchange-traded bonds, as defined by the legislation of the Russian Federation, as well as the relevant amendments to this document.

The end date for the placement of Exchange-traded bonds or the procedure for determining it:

The end date for the placement of the Exchange bonds is the earliest of the following dates:

a) 10.06.2020;

b) the date of placement of the last Exchange bond of the issue.

4. The procedure for acquisition of securities during their placement

4.1. Method of placing of securities:

Public offering.

4.2. Order of placing of securities

4.2.1. The procedure and conditions for concluding agreements aimed at the alienation of securities to the first owners during their placement (the form and method of concluding contracts, the

place and date of their conclusion, and if the conclusion of contracts is carried out by filing and satisfying applications - the order and method of filing (sending) applications are indicated, requirements for the content of applications and the time period for their consideration, the method and time period for sending notifications (messages) on satisfaction (on refusal of satisfaction) of applications).

Placing of the Exchange-traded bonds is conducted by the conclusion of transactions of purchase and sale at the price of placing of the Exchange-traded bonds, determined according to paragraph 4.3 of the Conditions for placement (hereinafter – the Placement price).

Transactions in the placement of Exchange-traded bonds are concluded at Public Joint-Stock Company “Moscow Exchange MICEX-RTS” by satisfying address requests for the purchase of Exchange-traded bonds filed using the Exchange’s trading system (hereinafter – the Trading System) in accordance with the Trading Rules for the Stock Market and Deposit Market of Public Joint Stock Company “Moscow Exchange MICEX-RTS” (hereinafter – the Trading Rules).

Address requests for purchasing of the Exchange-traded bonds and counter address requests for sale of the Exchange-traded bonds are submitted with use of the Trading System in electronic form, thus the simple written form of the agreement is considered observed. The moment of the conclusion of the transaction on placing of the Exchange-traded bonds is the moment of its registration in the Trading System.

Separate notices in writing (messages) of fulfilling (about refusal in fulfilling) requests are not provided to Participants of the trades.

For fulfilment of the transaction of purchase and sale of the Exchange-traded bonds at their placing the potential buyer is obliged in advance (to a start date of placing of the Exchange-traded bonds) to open the corresponding depot account in NRD, performing centralised storage of the Exchange-traded bonds, or in other Depository. The order and terms of opening of depot accounts are determined by provisions of regulations of corresponding depositories.

Change and-or termination of the contracts, concluded at placing of the Exchange-traded bonds, is performed on grounds and in an order provided by Chapter 29 of the Civil Code of the Russian Federation.

Placing is performed by by collection of address requests from buyers on acquisition of the Exchange-traded bonds at a fixed price and a coupon rate for the first coupon period, determined prior to the start date of placement of the Bonds by the Issuer’s sole executive body (hereinafter – the Bookbuilding).

Placing of the Exchange-traded bonds by the Bookbuilding provides for the invitation addressed to an uncertain circle of persons to do the proposal (offer) on acquisition of placed securities. Address requests from Participants of the trades are offers of Participants of the trades on acquisition of placed Exchange-traded bonds.

The answer about accepting of proposals (offers) about acquisition of placed Exchange-traded bonds goes to the Participants of the trades determined at the discretion of the Issuer from among Participants of the trades, who made such proposals (offers) by making of counter address requests. Thus, the Participant of the trades agrees that his request can be rejected, accepted completely or in a part.

Participants of the trades during the period of giving of requests for acquisition of the Exchange-traded bonds at a fixed price and a coupon rate for the first coupon period submit address requests for purchasing of the Exchange-traded bonds on the start date of placing of the Exchange-traded bonds with use of the Trading System both at own expense, and for the account and on instructions of clients.

Time and order of giving of address requests during the period of giving of requests at a fixed price and a coupon rate for the first coupon period is established by the Stock exchange in coordination with the Issuer and/or the Underwriter.

Upon termination of the period of giving of requests for acquisition of the Exchange-traded bonds at a fixed price and a coupon rate for the first coupon period, the Stock exchange constitutes the Summary register of requests and transfers it to the Underwriter.

The Summary register of requests contains all significant conditions of each request – the acquisition price, quantity of securities, date and time of receipt of the request, request number, and also other details according to the Stock Exchange Rules.

On the basis of the analysis of the Summary register of requests received from the Underwriter, the Issuer determines purchasers whom he intends to sell Exchange-traded bonds, and also quantity of the Exchange-traded bonds which he intends to sell to the given purchasers and provides the given information to the Underwriter.

After receiving from the Issuer of the information on purchasers whom the Issuer intends to sell Exchange-traded bonds and quantity of the Exchange-traded bonds which he intends to sell to the given purchasers, the Underwriter concludes transactions with purchasers whom the Issuer wishes to sell Exchange-traded bonds, by making of counter address requests according to the Rules of the Stock exchange with indication of quantity of papers which the Issuer wishes to sell to the given purchaser.

Requests of those purchasers, with whom or with whose clients (in case the purchaser of the Exchange-traded bonds acts as the agent on acquisition of the Exchange-traded bonds during placing), the Underwriter has concluded Preliminary contracts, according to which the potential acquirer and the Issuer (through the Underwriter) undertake to conclude the main contracts of purchase and sale of the Exchange-traded bonds on a start date of placing of the Exchange-traded bonds provided that such requests are submitted by the specified purchasers to execute concluded with them Preliminary contracts are subject to high priority fulfilling.

After fulfilling of the requests submitted during the period of giving of requests, in case of incomplete placing of the issue of the Exchange-traded bonds on its results, the Participants of the trades acting both at own expense, and for the account and on instructions of potential acquirers, can submit during the placing term address requests for purchasing of the Exchange-traded bonds at the price of placing to the Underwriter.

The Issuer considers such requests and determines purchasers whom he intends to sell Exchange-traded bonds, and also quantity of the Exchange-traded bonds which he intends to sell to the given purchasers, and provides the given information to the Underwriter.

After receiving from the Issuer of the information on purchasers whom the Issuer intends to sell Exchange-traded bonds and quantity of the Exchange-traded bonds which he intends to sell to the given purchasers, the Underwriter concludes transactions with purchasers whom the Issuer wishes to sell Exchange-traded bonds, by making of counter address requests according to the Rules of the Stock exchange with indication of quantity of papers which the Issuer wishes to sell to the given purchaser.

Requests for acquisition of the Exchange-traded bonds are forwarded by Participants of the trades to the Underwriter.

The request for acquisition should contain the following significant conditions:

- acquisition price;*
- quantity of the Exchange-traded bonds;*
- settlement code used at the conclusion of a security transaction, subject to inclusion in a clearing pool of the clearing organisation on the terms of multilateral or simple clearing, and determining that at transaction fulfilment the procedure of the control of provision is conducted, and the proper execution date of a securities transaction is the date of the transaction;*
- other parametres according to the Stock Exchange Rules.*

The Placement price of the Bonds shall be indicated as the purchase price, specified in paragraph 4.3 of the Conditions for placement.

That quantity of the Exchange-traded bonds, which the potential buyer would like to acquire at the specified prior to a start date of placing coupon rate for the first coupon period should be specified as quantity of the Exchange-traded bonds.

Thus money funds should be reserved on trading accounts of Participants of the trades in NRD in the sum, sufficient for complete payment of the Exchange-traded bonds specified in requests for acquisition of the Exchange-traded bonds, taking into account all necessary sales charges.

The requests, not conforming to the requirements stated above, are not accepted.

Acquisition of the Exchange-traded bonds of the Issuer during their placing cannot be performed at the expense of the Issuer.

4.2.2. The availability of the preemptive right to purchase the placed securities is indicated, including the possibility of exercising the preemptive right to purchase the securities provided for in Articles 40 and 41 of the Federal Law “On Joint-Stock Companies”.

There is no preemptive right to purchase Exchange-traded bonds.

4.2.3. The person to whom the issuer issues (sends) an order (instruction), which is the basis for making credit entries on personal accounts (securities accounts) of the first owners and (or) nominee holders, the term and other conditions for sending the order (instruction) are indicated.

Entering credit entries in personal accounts (custody accounts) of the first owners and (or) nominal holders of Exchange-traded bonds is performed by:

Full company name: *Non-bank credit organisation, joint stock company «National settlement depository»*

Abbreviated company name: *NRD*

Location: *Russian Federation, Moscow,*

Postal address: *12, Spartakovskaya St., Moscow 105066*

TIN: *7702165310*

Phone: *(495) 956-27-89, (495) 956-27-90*

Number of the licence for depository activity realisation: *045-12042-000100*

Issue date: *19.02.2009*

Period of validity: *without restriction of period of validity*

Licensing body: *FFMS Russia*

The term and other conditions for recording rights to Exchange-traded bonds are regulated by Federal Law of 22.04.1996 No. 39-FZ “On the Securities Market”, as well as other regulatory legal acts of the Russian Federation and internal documents of the depository.

4.2.4. In case of placement by a joint-stock company of shares, securities convertible into shares, and the issuer’s options by private subscription only among all shareholders with the provision to these shareholders of the opportunity to purchase a whole number of placed securities proportional to the number of shares of the corresponding category (type) they own, the following shall be indicated:

Not applicable.

4.2.5. If securities are placed by subscription by bidding, the full company name (for commercial organizations) or the name (for non-profit organizations) of the person organizing the bidding, its location and main state registration number is indicated.

Full company name: *Public Joint-Stock Company “Moscow Exchange MICEX-RTS”*

Location: *Russian Federation, Moscow.*

PSRN: *1027739387411*

4.2.6. If the issuer and (or) its authorized person intend to conclude preliminary agreements containing an obligation to conclude in the future the main agreement aimed at alienating the placed securities to the first owner, or to collect preliminary applications for the purchase of placed securities, the procedure for concluding such preliminary agreements or the procedure for filing and collecting such preliminary applications.

The term for the conclusion of preliminary agreements containing an obligation to conclude in the future the main agreement aimed at alienating the placed securities to the first owner expired on the date for signing the Conditions for placement.

4.2.7. If the placement of securities is carried out by the issuer with the involvement of brokers providing the issuer with services for the placement and (or) organization of the placement of securities (including consulting services, as well as services related to the acquisition by the broker at his own expense of the placed securities), for each such a person the following shall be indicated:

full company name, location, primary state registration number:

Information on organizations that provide the Issuer with services for organizing the placement of Exchange-traded bonds (Organizers):

1.

Full company name: ***Gazprombank (Joint-stock company)***

PSRN: ***1027700167110***

Location: ***Moscow***

2.

Full company name: ***Joint-Stock Company VTB Capital***

PSRN: ***1067746393780***

Location: ***Moscow***

3.

Full company name: ***Joint Stock Company "Sberbank CIB"***

PSRN: ***1027739007768***

Location: ***Russian Federation, Moscow***

The organization providing the Issuer with services for the placement of Exchange-traded bonds is a securities placement agent acting on behalf of and at the expense of the Issuer (hereinafter - the Underwriter):

Full company name: ***Gazprombank (Joint-stock company)***

PSRN: ***1027700167110***

Location: ***Moscow***

the main obligations of this entity in accordance with its agreement with the issuer, including:

The basic functions of the Organizers:

1. development of parameters, issuing and placing conditions of the Exchange-traded bonds;

2. preparation of drafts of the documentation necessary for placing and circulation of the Exchange-traded bonds;

3. preparation, organisation and carrying out of marketing and presentation events before placing of the Exchange-traded bonds;

4. granting of consultations on the questions connected with requirements of the current legislation of the Russian Federation, shown to procedure of the issue of the Exchange-traded bonds, their placing, circulation and repayment, including granting of consultations at information disclosing at stages of procedure of securities issue and the help in preparation of corresponding information messages.

The basic functions of the Underwriter:

1. acceptance (collection) of written proposals (offers) from potential acquirers to conclude preliminary contracts;

2. conclusion of preliminary contracts by direction to the potential acquirers, determined at the discretion of the Issuer, of answers (acceptances) of the Issuer about accepting of proposals (offers) to conclude preliminary contracts;

3. fulfilling of requests for purchasing of the Exchange-traded bonds on behalf and at the expense of the Issuer according to agreement provisions and the procedure established by the Conditions for placement;

4. informing of the Issuer on quantity of actually placed Exchange-traded bonds, and also on the size of money funds received from sale of the Exchange-traded bonds;

5. transfer of the money funds received by the Underwriter from purchasers of the Exchange-traded bonds on account of their payment, to the settlement account of the Issuer according to conditions of the concluded agreement.

the presence of such a person's obligations to acquire securities, and if there is such an obligation, also the quantity (procedure for determining the quantity) of securities that the specified person is required to purchase, and the period (the procedure for determining the period) in which (after which) the specified person is obligated to acquire so many securities;

The Organizers and the Underwriter have no such obligation.

the presence of such a person's obligations related to maintaining prices of securities being placed at a certain level for a certain period after completion of their placement (obligations related to the provision of market maker services), and if there is such an obligation, also a period (the procedure for determining the period) during which the specified person is obliged to provide the services of a market maker;

The Organizers and the Underwriter have no such obligation.

the presence of such a person's right to purchase an additional quantity of the issuer's securities from the number of the issuer's securities placed (in circulation) of the same type, category (type) as the placed securities, which may or may not be sold depending on the results of the placement of securities, and if there is such a right - an additional quantity (the procedure for determining the quantity) of securities that can be acquired by a specified person, and a period (the procedure for determining a term) during which the specified person can exercise the right to purchase an additional quantity of securities;

The Organizers and the Underwriter have no such obligation.

the amount (procedure for determining the size) of the remuneration of such a person, and if the remuneration (part of the remuneration) is paid to the specified person for the provision of services related to maintaining prices of securities being placed at a certain level for a certain period after completion of their placement (market-maker services), - also the size (the procedure for determining the size) of such remuneration.

The amount of remuneration of the Organizers and the Underwriter, in total, will not exceed 1% (One percent) of the par value of the issue of Exchange-traded bonds.

4.2.8. If the placement of securities is supposed to be carried out outside the Russian Federation, including through the placement of relevant foreign securities, this circumstance is indicated.

The Exchange-traded bonds are not planned to be placed outside the Russian Federation.

4.2.9. If the issuer, in accordance with the Federal Law “On the Procedure for Making Foreign Investments in Business Companies of Strategic Importance for Ensuring the Defense of the Country and State Security”, is an economic entity that has strategic importance to ensure the defense of the country and state security, this circumstance is indicated, and the reasons for recognizing the issuer as such a business company are also given.

The Issuer is not a business company of strategic importance for ensuring the country’s defense and state security.

If the conclusion of agreements aimed at alienating securities of the issuer, which is a business company of strategic importance for ensuring the country’s defense and state security, the first owners during their placement may require a decision on the preliminary approval of these agreements in accordance with the Federal Law “On the Procedure for Making Foreign Investments in Business Companies of Strategic Importance for Ensuring the Defense of the Country and State Security”, this circumstance is indicated.

Such prior approval is not required.

4.2.10. If the acquisition of shares in a credit institution or non-credit financial institution requires the prior (subsequent) consent of the Bank of Russia, it is indicated that the purchaser of shares must submit to the credit institution or non-credit financial institution - issuer documents confirming receipt of the preliminary (subsequent) consent of the Bank of Russia for the specified acquisition.

Not applicable.

It indicates the obligation of the purchaser to submit securities to a credit institution or non-credit financial institution - issuer documents to assess its financial position (if such an assessment is necessary).

Not applicable.

4.2.11. In case of placement of securities among investors participating in the investment platform, the name (individual designation) of the investment platform used to place securities, as well as the full company name, primary state registration number and location of the operator of the specified investment platform shall be indicated.

The placement of Exchange-traded bonds is not carried out among investors who are participants in the investment platform.

4.3. Price (s) or procedure for determining the price of securities placement

It indicates the price (prices) or the procedure for determining the price of the placement of securities or information that such a price or procedure for its determination will be set by the issuer’s authorized management body no later than the date the securities are placed.

The placement price of the Bonds is set equal to 1 000 (One thousand) rubles per one Bond, which corresponds to 100% of the nominal value of the Bond.

Starting from the second day of the placement of the Bonds, the buyer, when making a purchase and sale transaction for the Bonds, also pays the accumulated coupon yield on the Bonds (hereinafter - ACY), determined by the formula:

$$ACY = Nom * C_j * (T - T(j-1)) / 365/100\%$$

where

j - the indexing number of the coupon period, j=1, 2, 3...6;

ACY – the accrued coupon yield in rubles of the Russian Federation;

Nom – an outstanding part of a face-value of one Exchange-traded bond, in rubles of the Russian Federation;

C_j - the size of the interest rate of the j-th coupon, in percentage annual;

T(j -1) - the start date of the j-th coupon period (for the first coupon period T (j-1) is a start date of placing of the Exchange-traded bonds);

T - the date of calculation of accrued coupon yield inside the j – coupon period.

ACY is calculated with an accuracy to the second decimal place (rounding to the second decimal place is produced by mathematical rounding rules: in case if the third decimal place is more than or equal to 5, the second decimal place increases by one, in case if the third decimal place is less than 5, the second decimal place does not change).

If during the placement of securities a pre-emptive right to acquire securities is provided, the price or procedure for determining the price of the placement of securities shall be additionally indicated to persons having such a pre-emptive right.

The preemptive right to purchase Bonds is not granted.

4.4. The procedure for exercising the preemptive right to purchase placed securities

In case of placement by a joint-stock company of shares, securities convertible into shares, and issuer's options by subscription, in accordance with Articles 40 and 41 of the Federal Law "On Joint-Stock Companies", a preemptive right to acquire them arises, the following shall be indicated:

Not applicable.

4.5. Terms, procedure and term for payment of securities

4.5.1. The method of payment for the placed securities (cash, cash, including the ability to pay for the placed securities by offsetting monetary claims, non-cash) is indicated.

Exchange-traded bonds are paid in accordance with the clearing rules of the Clearing Organization in cash by bank transfer in Russian rubles.

4.5.2. In case of payment for placed securities in cash, the following shall be indicated: form of payment (cash or non-cash), full company name of credit organizations, their location, bank details of the issuer's accounts to which funds received to pay for securities should be transferred, full or abbreviated name the recipient of funds and its tax identification number, addresses of payment points (in the case of cash payment for securities).

Form of payment: ***cashless***

Details of the account, of the Underwriter to which funds should be transferred in payment of the securities of the issue:

Full company name: ***Gazprombank (Joint-stock company)***

Abbreviated company name: ***GPB Bank (JSC)***

Account number: ***3041181060000000123***

RRC of the recipient of funds received as payment for securities: ***997950001***

TIN of the recipient of funds received as payment for securities: ***7744001497***

Credit organisation:

Full company name in Russian: ***Non-bank credit organisation, joint stock company «National settlement depositary»***

Location: ***Russian Federation, Moscow***

BIC: ***044525505***

RRC: ***770101001***

Correspondent account: ***30105810345250000505***

The Underwriter transfers the funds received from the placement of Exchange-traded bonds to the Issuer's account within the period established by the agreement on the performance of the functions of an agent for the placement of securities on the Exchange

4.5.3. In case of payment of securities by non-monetary means, property shall be indicated, which can be used to pay for securities of the issue, payment terms, including documents drawn up at such payment (acts of transfer and acceptance of property, order to the registrar or depository, which records the rights to securities that pay for placed securities paper, other), documents confirming the implementation of such payment (extracts from state registers, other), as well as information about the person (s) involved to determine the market value of such property:

Not applicable.

4.5.4. In case of payment of additional shares placed through private subscription by offsetting monetary claims against the joint-stock company - issuer, the procedure for sending to the issuer an application (conclusion of an agreement with the issuer) on such a set-off shall be indicated.

Not applicable.

4.5.5. The payment term for the placed securities is indicated.

Payment of Exchange-traded bonds is carried out in the process of their placement at the Exchange trades.

Cash settlements on purchase and sale transactions of Exchange-traded bonds upon their placement are carried out on a "delivery against payment" basis through NRD in accordance with the Rules for Clearing Activities of the Clearing Organization in the securities market.

The possibility of installment payment for securities is not provided.

5. Procedure for the issuer to disclose information on the issue (additional issue) of securities

If the securities of the issue (additional issue) are placed by open subscription and (or) the registration of the issue (additional issue) of securities is accompanied by the registration of the prospectus of securities, it is indicated that the issuer discloses information about this issue (additional issue) of securities in the manner stipulated by the Federal Law "On the Securities Market".

The Issuer discloses information about the Issue in the manner prescribed by the Federal Law of 22.04.1996 No. 39-FZ "On the Securities Market" and the Program.

At the issuer's discretion, the procedure for disclosing information on this issue of securities is indicated, used by the issuer in addition to the procedure for disclosing information provided for by regulatory acts of the Bank of Russia.

Not applicable.

If information on the issue (additional issue) is disclosed by publication in a periodical print publication (s), the name of such publication (s) shall be indicated.

Not applicable.

If information is disclosed by publishing on a page on the Internet, the address of such a page on the Internet is indicated.

<http://www.e-disclosure.ru/portal/company.aspx?id=7985>; <https://www.mrsk-1.ru>

If the issuer is obliged to disclose information in the form of the issuer's report and messages on material facts, this fact is indicated.

The issuer is obliged to disclose information in the form of a report of the issuer and messages on material facts.

6. Information on the document containing the actual results of placement of securities, which is submitted after the completion of the placement of securities

In accordance with Federal Law of 22.04.1996 No. 39-FZ “On the Securities Market”, a depository performing centralized recording of rights to Exchange-traded bonds shall notify the Bank of Russia of the results of the issue of equity securities.

7. Other information

Other information is not available.