

Statement of material fact
«On a meeting of the Board of Directors of the Issuer and its agenda,
as well as separate decisions taken by the Board of Directors 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; http://www.mrsk-1.ru/ru/information/

2. Contents of the statement

«on some decisions taken by the Board of Directors (Supervisory Board) of the Issuer»

2.1. The quorum of the meeting of the Board of Directors:

Total number of members of the Board of Directors: 11 persons. Participants of the meeting: 11 persons. The quorum for all the items is present.

2.2. The content of the decisions taken by the Board of Directors of the issuer, and voting results on the decisions taken:

Item 1. On consideration of the report of General Director of the Company «On implementation of the decisions taken in 1Q 2015 at the meetings of the Board of Directors of the Company».

Decision:

1. To take into consideration the report of General Director of the Company «On implementation of the decisions taken in 1Q 2015 at the meetings of the Board of Directors of the Company» in accordance with Appendices # 1 - 6 to this decision of the Board of Directors of the Company.

2. To amend para. 2 of the decision of the Board of Directors dated 28.12.2015 (Minutes # 27/15 of 29.12.2015), taken regarding item # 14 «On approval of the adjusted target Program to reduce electric energy losses of IDGC of Centre, PJSC for 2015 and the period until 2019», reading as follows: «2. To instruct General Director of the Company while adjusting the investment program in the absence of sources of financing for 2016-2017 for the implementation of measures to modernize electricity metering to ensure their implementation by concluding energy service contracts».

Deadline: September 2016.

Voting results:

«FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 3.

DECISION IS TAKEN.

Item 2. On approval of the report of General Director of the Company «On the results of execution of the target values of key performance indicators of General Director of the Company in 1Q 2016».

Decision:

To approve the report of General Director of the Company «On the results of execution of the target values of key performance indicators of General Director of the Company in 1Q 2016» in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

Voting results:

«FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

DECISION IS TAKEN.

Item 3. On amendment of the Registry of non-core assets of IDGC of Centre, PJSC.

Decision:

To amend the Registry of non-core assets of IDGC of Centre, PJSC in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.

Voting results:

«FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

DECISION IS TAKEN.

Item 4: On approval of reports of General Director of the Company «On execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of IDGC of Centre in 2015».

Decision:

1. To approve the reports of General Director of the Company «On execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of IDGC of Centre in 2015» in accordance with Appendices # 9-10 to this decision of the Board of Directors of the Company.

2. To mark the late submission of the item to be considered by the Board of Directors of the Company «On execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of IDGC of Centre in 2015».

Voting results:

«FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

DECISION IS TAKEN.

Item 5: On approval of the adjusted summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of IDGC of Centre for 2016 and estimated figures for 2017-2020.

Decision:

To approve the adjusted summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of IDGC of Centre for 2016 and take into consideration the estimated figures for 2017-2020 in accordance with Appendices # 11-12 to this decision of the Board of Directors of the Company.

Voting results:

«FOR» - 8; «AGAINST» - 2; «ABSTAINED» - 1.

DECISION IS TAKEN.

Item 6: On determination of the position of IDGC of Centre, PJSC regarding the agenda items of a meeting of the Board of Directors of JSC “Sanatorium “Energetik”.

6.1. On approval of the report of General Director of the Company «On execution of the target values of quarterly key performance indicators in 1Q 2016»

Decision regarding item 6.1.:

6.1. To instruct representatives of IDGC of Centre, PJSC at the meeting of the Board of Directors of JSC “Sanatorium “Energetik” regarding the item «On approval of the report of General Director of the Company «On execution of the target values of quarterly key performance indicators in 1Q 2016» to vote «FOR» taking the following decision:

«To approve the report of General Director of the Company «On execution of the target values of quarterly key performance indicators in 1Q 2016» in accordance with the Appendix».

Voting results:

«FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 2.

DECISION IS TAKEN.

6.2. On approval of the report of General Director of the Company «On execution of the Business Plan of the Company in 1Q 2016».

Decision regarding item 6.2.:

6.2. To instruct representatives of IDGC of Centre, PJSC at the meeting of the Board of Directors of JSC “Sanatorium “Energetik” regarding the item «On approval of the report of General Director of the Company «On execution of the Business Plan of the Company in 1Q 2016» to vote «FOR» taking the following decision:

«1. To approve the report of General Director of the Company «On execution of the Business Plan of the Company in 1Q 2016» in accordance with the Appendix.

2. To mark the failure to perform the indicator of net profit (loss) following the results of 1Q 2016 at 1 000 thous. rubles (the plan (-279) thous. rubles, the fact (-1 279) thous. rubles).

3. To instruct General Director of JSC “Sanatorium “Energetik” to ensure the implementation of the set target indicator on the net profit following the results of 2016».

Voting results:

«FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 2.

DECISION IS TAKEN.

Item 7: On approval of a movable property sale and purchase agreement, concluded between IDGC of Centre, PJSC and SO UES, which is a related party transaction.

In accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies» the deal between the Company and SO UES is recognized as a related party transaction of the shareholder of the Company - PJSC «Rosseti», which holds more than 20% of voting shares of the Company, whose affiliated persons (B.I. Ayuev, A.S. Kalinin and A.E. Murov) are members of the Board of Directors of SO UES.

Decision:

1. To determine in accordance with Report on assessment of the market value of machines-equipment of LLC «Dividend» dated 29.04.2016 № 239 the market value of movable property under the movable property sale and purchase agreement in the amount of 220 000 (Two hundred and twenty thousand) rubles 00 kopecks, including VAT (18%) – 33 559 (Thirty-three thousand five hundred fifty-nine) rubles 31 kopecks.

2. To approve the agreement on the purchase and sale of movable property, concluded between IDGC of Centre, PJSC (IDGC of Centre - Kurskenergo division) and SO UES (Kursk TCC, a branch of SO UES) (hereinafter – the Agreement), which is a related party transaction, on the following essential conditions:

Parties of the Agreement:

Buyer - IDGC of Centre, PJSC (IDGC of Centre - Kurskenergo division);

Seller - SO UES (Kursk TCC, a branch of SO UES)

Subject of the Agreement:

The subject of the Agreement is purchase and sale of movable property (hereinafter - the property) in accordance with Appendix # 1 to the Agreement.

Seller shall transfer the property to Buyer in the agreed amount, nomenclature and assortment, and Buyer agrees to accept the given property and pay for it in the manner and terms established in the Agreement.

Ownership of the property, which is the subject of the Agreement (para. 1.2. of the Agreement), passes to Buyer after the signing of the Acceptance and transfer certificate of the fixed asset item (in the form of Appendix #4 to the Agreement), the consignment note (in the form of Appendix #5 to the Agreement).

Price of the Agreement:

In accordance with Report on assessment of the market value of machines-equipment of LLC «Dividend» dated 29.04.2016 № 239 the market value of movable property under the movable property sale and purchase agreement is in the amount of 220 000 (Two hundred and twenty thousand) rubles 00 kopecks, including VAT (18%) – 33 559 (Thirty-three thousand five hundred fifty-nine) rubles 31 kopecks.

Buyer makes 100% payment for the supplied property by transfer of monetary funds in the amount of the property value specified in paragraph 4.1. of the Agreement, to Seller's account within 30 (thirty) working days from the date of transfer of the property from Seller to Buyer and the signing of the Acceptance and transfer certificate of the fixed asset item and consignment note. The moment of execution of payment obligations is the date of debiting the bank's correspondent account of Buyer.

Duration of the Agreement:

The Agreement shall enter into force on 01.07.2016 and is valid until the parties fulfill their obligations in full.

Voting results:

O.Y. Isaev, a member of the Board of Directors of IDGC of Centre, PJSC, did not take part in the voting on this item as recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».

«FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.

DECISION IS TAKEN.

Item 8: On consideration of the report of General Director of the Company «On the causes for deviations in the implementation of the approved Investment Program of IDGC of Centre, PJSC occurred in 1Q 2016».

Decision:

To take into consideration the report of General Director of the Company «On the causes for deviations in the implementation of the approved Investment Program of IDGC of Centre, PJSC occurred in 1Q 2016» in accordance with Appendix # 13 to this decision of the Board of Directors of the Company.

Voting results:

«FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

DECISION IS TAKEN.

Item 9: On approval of the target values of Cash Flow of the Company for 3Q 2016.**Decision:**

To defer consideration of the item at a later date.

Voting results:

«FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

DECISION IS TAKEN.

Item 10: On the composition of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC.**Decision:**

1. To define the number of members of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC - 5 people.
2. To approve the following personnel of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC:

№	Full name	Job title
1.	Maxim Mikhailovich Saukh	Head of Corporate Governance Office of Corporate Governance and Interaction with Shareholders and Investors Department of PJSC «Rosseti»
2.	Roman Alexeyevich Filkin	Director of Representative Office of Prosperity Capital Management (Russian Federation) Ltd., power engineering, machine building
3.	Oxana Vladimirovna Shatokhina	Deputy General Director for Economy of PJSC «Rosseti»
4.	Alexander Viktorovich Shevchuk	Executive Director of Association of Institutional Investors
5.	Natalia Ilyinichna Erpsher	Head of Organizational Development Office of Personnel Policy and Organizational Development Department of PJSC «Rosseti»

3. To elect Oxana Vladimirovna Shatokhina, Deputy General Director for Economy of PJSC «Rosseti», as Chairperson of the Audit Committee of the Board of Directors of the Company.

Voting results:

«FOR» - 10; «AGAINST» - 1; «ABSTAINED» - 0.

DECISION IS TAKEN.

Item 11: On the composition of the Personnel and Remuneration Committee of the Board of Directors of IDGC of Centre, PJSC.**Decision:**

1. To define the number of members of the Personnel and Remuneration Committee of the Board of Directors of the Company – 5 people.
2. To approve the following personnel of the Personnel and Remuneration Committee of the Board of Directors of the Company:

№	Full name	Job title
1.	Denis Alexandrovich Malkov	Head of Project Office of PJSC «Rosseti»
2.	Yury Nikolayevich Mangarov	Top Adviser of PJSC «Rosseti»

3.	Roman Alexeyevich Filkin	Director of Representative Office of Prosperity Capital Management (Russian Federation) Ltd., power engineering, machine building
4.	Alexander Viktorovich Shevchuk	Executive Director of Association of Institutional Investors.
5.	Natalia Ilyinichna Erpsher	Head of Organizational Development Office of Personnel Policy and Organizational Development Department of PJSC «Rosseti»

3. To elect Natalia Ilyinichna Erpsher as Chairperson of the Personnel and Remuneration Committee of the Board of Directors of the Company.

Voting results:

«FOR» - 10; «AGAINST» - 1; «ABSTAINED» - 0.

DECISION IS TAKEN.

Item 12: On the composition of the Strategy and Development Committee of the Board of Directors of IDGC of Centre, PJSC.

Decision:

1. To define the number of members of the Strategy and Development Committee of the Board of Directors of IDGC of Centre, PJSC – 12 people.

2. To approve the following personnel of the Strategy and Development Committee of the Board of Directors of IDGC of Centre, PJSC:

№	Full name	Job title
1.	Yury Nikolayevich Pankstyanov	Director of Tariff Policy Department of PJSC «Rosseti»
2.	Sergey Yuryevich Lebedev	Director of Strategic Development Department of PJSC «Rosseti»
3.	Sergey Vasilyevich Podlutsky	Head of Summary Planning and Reporting Office of Investment Department of PJSC «Rosseti»
4.	Alexey Alexandrovich Ozherelev	Head of Directorate of Organization of Activity of Management Bodies
5.	Nadezhda Vitalyevna Sedykh	Deputy Head of Office - Head of Section of Summary Business Planning of SDCs Economics Office of Department of Economic Planning and Budgeting of PJSC «Rosseti»
6.	Sergey Yuryevich Rumyantsev	Deputy General Director for Economy and Finance of IDGC of Centre, PJSC
7.	Alexey Nikolayevich Goncharov	Head of Interaction and Settlements with Entities of Electricity Markets Office of Electricity Metering and Interaction with Entities of Electricity Markets Department of PJSC «Rosseti»
8.	Andrey Vitalyevich Gritsenko	General Director of ZAO Capital Asset Management
9.	Tatiana Petrovna Dronova	Deputy General Director for Strategy and Development of ZAO «Investment Holding «Energy Alliance»
10.	Roman Alexeyevich Filkin	Director of Representative Office of Prosperity Capital Management (Russian Federation) Ltd., power engineering, machine building
11.	Sergey Vladimirovich Pokrovsky	Deputy Executive Director of Association of Institutional Investors
12.	Tatiana Valentinovna Zobkova	Head of Corporate Governance Section of Corporate Governance, Pricing Environment and Supervisory Work in the Fuel and Energy Industry Department of

	the Ministry of Energy of Russia
--	----------------------------------

3. To elect Yury Nikolayevich Pankstyanov as Chairperson of the Strategy and Development Committee of the Board of Directors of IDGC of Centre, PJSC.

Voting results:

«FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

DECISION IS TAKEN.

Item 13: On the composition of the Reliability Committee of the Board of Directors of IDGC of Centre, PJSC.

Decision:

1. To define the number of members of the Reliability Committee of the Board of Directors of IDGC of Centre, PJSC – 8 people.
2. To approve the following personnel of the Reliability Committee of the Board of Directors of IDGC of Centre, PJSC:

№	Full name	Job title
1.	Eduard Valeryevich Bogomolov	First Deputy Director of the branch of PJSC «Rosseti» - Centre for Technical Supervision
2.	Andrey Vitalyevich Gritsenko	General Director of ZAO Capital Asset Management
3.	Evgeniya Valeryevna Kabanova	Deputy General Director for Development and Sale of Services of IDGC of Centre, PJSC
4.	Alexander Yurievich Matyushin	Head of Plant Maintenance Section of Production Activities Office of Operational and Technological Management Department of PJSC «Rosseti»
5.	Alexander Viktorovich Pilyugin	First Deputy General Director – Chief Engineer of IDGC of Centre, PJSC
6.	Igor Georgiyevich Polovnev	Financial Director of Association of Institutional Investors
7.	Sergey Yuryevich Rummyantsev	Deputy General Director for Economy and Finance of IDGC of Centre, PJSC
8.	Roman Alexeyevich Semenov	Head of Operational Office of Operational and Technological Management Department of PJSC «Rosseti»

3. To elect Roman Alexeyevich Semenov as Chairperson of the Reliability Committee of the Board of Directors of IDGC of Centre, PJSC.

Voting results:

«FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

DECISION IS TAKEN.

Item 14: On the composition of the Grid Connection Committee under the Board of Directors of IDGC of Centre, PJSC.

Decision:

1. To define the number of members of the Grid Connection Committee of the Board of Directors of IDGC of Centre, PJSC – 6 people.
2. To approve the following personnel of the Grid Connection Committee of the Board of Directors of IDGC of Centre, PJSC:

№	Full name	Job title
1.	Evgeniya Valeryevna Kabanova	Deputy General Director for Development and Sale of Services of IDGC of Centre, PJSC
2.	Irina Borisovna Masaleva	Director of Perspective Development and Grid Connection Department of PJSC «Rosseti»
3.	Alexander Yurievich Korneev	Head of Grid Connection Regulation Office of PJSC «Rosseti»
4.	Igor Georgiyevich Polovnev	Financial Director of Association of Institutional Investors

5.	Sergey Nikolayevich Sharapov	Deputy General Director for Corporate Governance of IDGC of Centre, PJSC
6.	Alexander Viktorovich Shevchuk	Executive Director of Association of Institutional Investors

3. To elect Alexander Viktorovich Shevchuk as Chairperson of the Grid Connection Committee of the Board of Directors of IDGC of Centre, PJSC.

Voting results:

«FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

DECISION IS TAKEN.

2.3. Date of meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **30.06.2016.**

2.4. Date of drawing up and number of minutes of meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **Minutes # 19/16 of 01.07.2016.**

3. Signature

3.1. Director of Corporate Governance –
Head of corporate governance and interaction
with shareholders Department, acting under
power of attorney # D-CA/42 of 10.02.2016

(signature)
Stamp here.

O.A. Kharchenko

3.2. Date «01» July 2016.