

Statement of material fact

«On holding meeting of the Board of Directors of the issuer, as well as the 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

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 the expenditure to prepare and conduct the Annual General Meeting of Shareholders of the Company on 25.06.2015».

Decision:

To take into consideration the report of General Director of the Company «On the expenditure to prepare and conduct the Annual General Meeting of Shareholders of the Company on 25.06.2015» in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

Voting results:

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

DECISION IS TAKEN.

Item 2: On consideration of the report of General Director of the Company «On provision of insurance coverage in 2Q 2015».

Decision:

To take into consideration the report of General Director of the Company «On provision of insurance coverage in 2Q 2015» in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

Voting results:

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

DECISION IS TAKEN.

Item 3: On approval of the Schedule of activities of IDGC of Centre, PJSC to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.07.2015.

Decision:

1. To approve the Schedule of activities of IDGC of Centre, PJSC to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.07.2015 in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

2. To take into consideration the report «On execution of the Schedule of activities of IDGC of Centre, PJSC to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.07.2015, approved by the decision of the Board of Directors of the Company on 28.05.2015 (Minutes # 12/15 of 29.05.2015)» in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

Voting results:

«FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

DECISION IS TAKEN.

Item 4: On determination of the amount of payment for the external auditor's services to audit accounting (financial) statements for 2015, prepared under RAS, and consolidated financial statements for 2015, prepared under IFRS.

Decision:

1. To determine the amount of payment for the Company's auditor's services - RSM RUS LLC - to audit accounting (financial) statements, prepared under RAS, and consolidated financial statements, prepared under IFRS, for 2015 of 2 856 352 (Two million eight hundred fifty-six thousand three hundred fifty-two) rubles 91 kopecks, including VAT (18%) 435 714 (Four hundred thirty-five thousand seven hundred fourteen) rubles 85 kopecks.
2. The Agreement is valid for the period of 2015-2018 subject to approval by the Annual General Meeting of Shareholders of the nomination of RSM RUS LLC as the external auditor to audit accounting (financial) statements of the Company, prepared under RAS, and consolidated financial statements, prepared under IFRS, for 2016 and for 2017.

Voting results:

«FOR» - 7; «AGAINST» - 2; «ABSTAINED» - 1.

DECISION IS TAKEN.

Item 5: On the budget approval of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2015.

Decision:

To approve the budget of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2015 in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

Voting results:

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

DECISION IS TAKEN.

Item 6: On determination of the position of IDGC of Centre, PJSC regarding the agenda item of the Extraordinary General Meeting of Shareholders of JSC "Energetik": On approval of the Articles of Association of the Company in a new edition.

Decision:

To assign representatives of IDGC of Centre, PJSC regarding the agenda item of the Extraordinary General Meeting of Shareholders of JSC "Energetik": «On approval of the Articles of Association of the Company in a new edition» to vote «FOR»:

«To approve the Articles of Association of the Company in a new edition».

Voting results:

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

DECISION IS TAKEN.

Item 7: On approval of a non-residential premises lease agreement, concluded between IDGC of Centre, PJSC and SO UES, which is a related party transaction.

Decision:

1. According to Valuation Report of FSUE "Rostekhinventarizatsiya - Federal BTI" dated 13.04.2015 № 417-O-15 to determine the market value of the monthly rent under the non-residential premises lease agreement, located at the address: Tambov region, Tambov, Morshansk Highway, 23, in the amount of 268 199 (Two hundred sixty-eight thousand one hundred ninety-nine) rubles 65 kopecks (excluding VAT), plus VAT 18% – 48 275 (Forty-eight thousand two hundred seventy-five) rubles 94 kopecks.

The rent does not include charges for utilities to provide heating, electricity, water supply and disposal of household waste, communication services, Internet, maintenance and operation of equipment of engineering systems (systems of power supply, heating, air conditioning and ventilation, water supply and sanitation (hereinafter – the Equipment of engineering systems), cleaning of the Premises, removal, disposal and transfer to disposal of waste, and waste dumping, security of the Premises.

2. To approve the non-residential premises lease Agreement, concluded between IDGC of Centre, PJSC (IDGC of Centre - Tambovenergo division) and SO UES (a branch of "SO UES" "Regional dispatch control centre of power systems of the Lipetsk and Tambov regions"), which is a related party transaction, on the following essential conditions:

Parties of the Agreement:

IDGC of Centre, PJSC (IDGC of Centre - Tambovenergo division) - Lessee;

SO UES (a branch of "SO UES" "Regional dispatch control centre of power systems of the Lipetsk and Tambov regions") - Lessor.

Scope of the Agreement

Lessor agrees to provide Lessee with temporary compensated use (hereinafter – the Rent) of

- non-residential premises of the basement of Building №№ 1, 2, 3, 4, 5, 6, 7, I (entrance to the basement);

- non-residential premises on floor 1 of №№ 60a, 61, 62;

- non-residential premises on floor 2 of Building: №№ 6, 7, 7a, 8, 9, 9a, 10, 10a, 10b, 11, 11a, 12, 13, 45;
- non-residential premises on floor 3 of Building: №№ 7, 9, 10, 11, 12, 13, 14, 14a, 14b, 14c, 14d, 15, 63;
- non-residential premises on floor 4 of Building №№ 9, 10, 11, 12, 12a, 55,
with their total area of 870,60 sq. m (hereinafter – the Premises), individualized by their graphic selection on the floor plan of the premises (Appendix # 2 to the agreement), located at the address: Tambov region, Tambov, Morshansk Highway, 23.

Cost of services and payment procedure

The rent of 1 (One) square metre of the Premises of floors 1, 2, 3 and 4 per year according to Report of an independent appraiser dated 13.04.2015 № 417-O-15, prepared by the Lipetsk branch of FSUE "Rostekhinventarizatsiya - Federal BTI", is – 4 213 (Four thousand two hundred and thirteen) rubles 00 kopecks (excluding VAT), plus VAT (18%) in the amount of 758 (Seven hundred and fifty-eight) rubles 34 kopecks.

The rent of 1 (One) square metre of the Premises of the basement per year according to Report of an independent appraiser dated 13.04.2015 № 417-O-15, prepared by the Lipetsk branch of FSUE "Rostekhinventarizatsiya - Federal BTI", is - 1 999 (One thousand nine hundred and ninety nine) rubles 00 kopecks (excluding VAT), plus VAT (18%) in the amount of 359 (Three hundred and fifty-nine) rubles 82 kopecks.

The monthly rent is – 268 199 (Two hundred sixty-eight thousand one hundred ninety-nine) rubles 65 kopecks (excluding VAT), plus VAT 18% – 48 275 (Forty-eight thousand two hundred seventy-five) rubles 94 kopecks.

The rent does not include charges for utilities to provide heating, electricity, water supply and disposal of household waste, communication services, Internet, maintenance and operation of equipment of engineering systems (systems of power supply, heating, air conditioning and ventilation, water supply and sanitation (hereinafter – the Equipment of engineering systems), cleaning of the Premises, removal, disposal and transfer to disposal of waste, and waste dumping, security of the Premises.

Lessee is obliged to pay a monthly rental fee for the current calendar month of the rent in the prescribed amount not later than the 10th (tenth) day of each current calendar month of the rent to the account specified in the Agreement and/or notification of change in details.

Payment of the rent for an incomplete calendar month is made based on the amount of rent for the month and the actual number of days of rent, in proportion to the number of calendar days in the billing month.

Lease duration:

The lease term of the Premises is set from the date of actual transfer and acceptance of the Premises (under the Act of transfer and acceptance of the premises) till June 30, 2018 (inclusive).

Duration of the Agreement

The Agreement shall enter into force on the date of its state registration in the Federal Service for State Registration, Cadastre and Cartography of the Tambov region, and is valid till June 30, 2018 (inclusive), and in terms of the obligations taken - until their full (proper) execution.

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».

Voting results:

«FOR» - 7; «AGAINST» - 2; «ABSTAINED» - 0.

DECISION IS TAKEN.

Item 8: On approval of the target model of operational and technological management for all branches of IDGC of Centre, PJSC.

Decision:

To approve the two-tier model of operational and technological management of the electric distribution grid facilities with the Grid Control Centre of the Distribution Grid Company, performing operational functions in relation to electric grid facilities throughout the service area of the Distribution Grid Company, as the target model of operational and technological management of the electric distribution grid facilities for all branches of IDGC of Centre, PJSC in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

Voting results:

«FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 3.

DECISION IS TAKEN.

Item 9: On approval of the Action Plan to increase the efficiency of the activity and improve the financial and economic situation of IDGC of Centre, PJSC.

Decision:

To defer consideration of the item at a later date.

Voting results:

«FOR» - 10; «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: **31.08.2015.**

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 # 17/15 of 02.09.2015.**

3. Signature

3.1. Director of Corporate Governance –
Head of corporate governance and interaction
with shareholders Department, acting under
power of attorney # D-CA/71 of 27.02.2015

(signature)
Stamp here.

O.A. Kharchenko

3.2. Date «02» September 2015.