

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, Joint-Stock Company
1.2. Brief issuer's business name	IDGC of Centre, JSC
1.3. Issuer's location	127018, Moscow, Russia, 2nd Yamskaya, 4
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. Type of general meeting of participants (shareholders) of the issuer (annual (regular), extraordinary): **annual (regular).**

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: 25 June 2015.

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:

Number of votes held by the persons included in the list of persons entitled to participate in the AGM of IDGC of Centre: 42 217 941 468 votes.

Owners of 37 642 815 207 placed voting shares of the Company were registered to participate in the AGM of IDGC of Centre, representing 89.16 % of the total placed voting shares of the Company.

Quorum is present. The AGM of IDGC of Centre is authorized to take decisions on all items 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 statements, as well as the distribution of profits and losses of the Company (including the dividend payment) following the results of fiscal year 2014.**
- 2. On election of members of the Board of Directors of the Company.**
- 3. On election of members of the Audit Commission of the Company.**
- 4. On approval of the Auditor of the Company.**
- 5. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.**
- 6. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.**
- 7. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.**
- 8. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.**
- 9. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.**
- 10. On approval of the Regulation on the General Meeting of Shareholders of the Company in a new edition.**
- 11. On approval of the Regulation on the Board of Directors of the Company in a new edition.**
- 12. On approval of the Regulation on the Audit Commission of the Company in a new edition.**
- 13. On approval of the Regulation on the Management Board of the Company in a new edition.**
- 14. On approval of the Regulation on the payment of remuneration and compensation to members of the Board of Directors of the Company in a new edition.**

15. On approval of the Regulation on the payment of remuneration and compensation to members of the Audit Commission of the Company in a new edition.

16. On approval of the liability insurance contract of directors and officers of the Company, which is a related party transaction.

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 decisions of the general meeting of participants (shareholders) of the issuer on these items:

Item # 1. On approval of the Annual Report, the annual accounting statements, as well as the distribution of profits and losses of the Company (including the dividend payment) following the results of fiscal year 2014:

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	37 021 329 255
«AGAINST»	421 154 681
«ABSTAINED»	69 748 297

Number of votes in ballots declared invalid	123 664 311
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Decision taken by the Annual General Meeting of Shareholders on the first item of the agenda:

- To approve the Company's annual report for 2014, the Company's annual accounting statements for 2014.
- To approve the following profit (loss) distribution of the Company according to the results of 2014 fiscal year:

Name	(thousand RUB)
Retained earnings (loss) for the reporting period:	3 325 939
To be distributed to: Reserve fund	0
Profit for development	2 494 246
Dividends	831 693
Repayment of losses of previous years	0

3. To pay dividends on common stocks of the Company following the results of 2014 in the amount of 0,0197 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 07 July 2015.

Item # 2. On election of members of the Board of Directors of the Company.

Number of votes for cumulative voting, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	464 397 356 148
Number of votes for cumulative voting, owned by the persons on this item, who participated in the meeting	414 070 967 277
Quorum on this item (%)	89,16

Number of votes, cast for each candidate, as chosen the voting option «FOR»:

Item #	Candidate's full name	Number of votes for cumulative voting
«FOR», distribution of votes for candidates		
1	Alexander Grigoryevich Starchenko	11 748 030
2	Sergey Vladimirovich Chebotarev	4 771 008
3	Alexander Markovich Branis	34 196 751 097
4	Denis Alexandrovich Spirin	1 607 596
5	Roman Alexeyevich Filkin	34 135 352 283
6	Denis Viktorovich Kulikov	1 348 962
7	Alexander Viktorovich Shevchuk	34 534 749 948
8	Vladimir Vladimirovich Dudchenko	1 017 835

9	Oleg Romanovich Fedorov	6 522 993
10	Oleg Yuryevich Isaev	42 392 251 944
11	Marina Alexandrovna Lavrova	2 335 335
12	Denis Alexandrovich Malkov	33 186 201 928
13	Yury Nikolayevich Mangarov	33 183 141 798
14	Yury Nikolayevich Pankstyanov	33 183 628 023
15	Nikolay Borisovich Piotrovich	534 277
16	Alexey Viktorovich Rakov	32 523 045 312
17	Maxim Mikhailovich Saukh	33 183 839 117
18	Tatiana Alexandrovna Seliverstova	3 867 835
19	Andrey Nikolayevich Kharin	33 187 096 246
20	Natalia Ilyinichna Erpsheer	33 183 215 867
21	Tatiana Petrovna Dronova	33 537 897 275
«AGAINST» all candidates		0
«ABSTAINED» for all candidates		2 141 651 864

Number of votes in ballots declared invalid	151 522 338
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Decision taken by the Annual General Meeting of Shareholders on the second item of the agenda:

To elect the following Company's Board of Directors:

1. Oleg Yuryevich Isaev,
2. Alexander Viktorovich Shevchuk,
3. Alexander Markovich Branis,
4. Roman Alexeyevich Filkin,
5. Tatiana Petrovna Dronova,
6. Andrey Nikolayevich Kharin,
7. Denis Alexandrovich Malkov,
8. Maxim Mikhailovich Saukh,
9. Yury Nikolayevich Pankstyanov,
10. Natalia Ilyinichna Erpsheer,
11. Yury Nikolayevich Mangarov

Item # 3. On election of members of the Audit Commission of the Company.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

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

#	Candidate's full name	FOR	AGAINST	ABSTAINED	WERE NOT COUNTED since the ballots were recognized invalid, and for other reasons
1	Igor Nikolayevich Repin	13 687 578 068	2 269 415 940	21 474 875 387	93 369 337
2	Svetlana Anatolyevna Kim	23 548 117 604	9 914 529 903	4 031 675 833	30 915 392
3	Oxana Alexeevna Medvedeva	23 549 529 428	9 914 372 712	4 031 243 737	30 092 855
4	Sergey Ivanovich	24 465 184 389	8 997 455 133	4 031 131 775	31 467 435

	Ochikov				
5	Sergey Vladimirovich Malyshev	24 466 188 066	8 997 288 373	4 031 103 359	30 658 934
6.	Tatiana Viktorovna Zaitseva	23 547 597 569	9 912 683 568	3 841 661 347	223 296 248

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

To elect the following Company's Audit Commission:

1. Sergey Vladimirovich Malyshev,
2. Sergey Ivanovich Ochikov,
3. Oxana Alexeevna Medvedeva,
4. Svetlana Anatolyevna Kim,
5. Tatiana Viktorovna Zaitseva

Item # 4. On approval of the Company's Auditor.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	26 026 230 116
«AGAINST»	8 997 442 572
«ABSTAINED»	2 489 367 040

Number of votes in ballots declared invalid	122 856 816
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Decision taken by the Annual General Meeting of Shareholders on the fourth item of the agenda:

To approve RSM RUS as the Company's Auditor.

Item # 5. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	13 774 698 179
«AGAINST»	23 662 101 956
«ABSTAINED»	78 553 077

Number of votes in ballots declared invalid	10 551 034
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Decision NOT taken.

Item # 6. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	13 775 334 466
«AGAINST»	23 662 132 366
«ABSTAINED»	77 915 958

Number of votes in ballots declared invalid	10 521 456
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Decision NOT taken.

Item # 7. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	13 775 178 778
«AGAINST»	23 662 187 104
«ABSTAINED»	77 882 942

Number of votes in ballots declared invalid	10 655 422
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Decision NOT taken.

Item # 8. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	13 775 526 640
«AGAINST»	23 656 478 366
«ABSTAINED»	83 377 784

Number of votes in ballots declared invalid	10 521 456
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Decision NOT taken.

Item # 9. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	37 238 812 054
«AGAINST»	194 175 894
«ABSTAINED»	81 711 919

Number of votes in ballots declared invalid	11 204 379
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Decision taken by the Annual General Meeting of Shareholders on the ninth item of the agenda:

To amend the Articles of Association of the Company by adopting the Articles of Association of the Company in a new edition.

Item # 10. On approval of the Regulation on the General Meeting of Shareholders of the Company in a new edition.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	26 987 439 401
«AGAINST»	10 335 064 456
«ABSTAINED»	192 756 485

Number of votes in ballots declared invalid	120 615 632
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Decision taken by the Annual General Meeting of Shareholders on the tenth item of the agenda:

To approve the Regulation on the General Meeting of Shareholders of the Company in a new edition.

Item # 11. On approval of the Regulation on the Board of Directors of the Company in a new edition.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	26 987 960 053
«AGAINST»	10 335 500 782
«ABSTAINED»	191 925 358

Number of votes in ballots declared invalid	120 489 781
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Decision taken by the Annual General Meeting of Shareholders on the eleventh item of the agenda:

To approve the Regulation on the Board of Directors of the Company in a new edition.

Item # 12. On approval of the Regulation on the Audit Commission of the Company in a new edition.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	27 102 827 348
«AGAINST»	10 335 064 456
«ABSTAINED»	77 317 168

Number of votes in ballots declared invalid	120 667 002
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Decision taken by the Annual General Meeting of Shareholders on the twelfth item of the agenda:

To approve the Regulation on the Audit Commission of the Company in a new edition.

Item # 13. On approval of the Regulation on the Management Board of the Company in a new edition.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	27 102 720 373
«AGAINST»	10 335 064 456
«ABSTAINED»	77 639 479

Number of votes in ballots declared invalid	120 451 666
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Decision taken by the Annual General Meeting of Shareholders on the thirteenth item of the agenda:

To approve the Regulation on the Management Board of the Company in a new edition.

Item # 14. On approval of the Regulation on the payment of remuneration and compensation to members of the Board of Directors of the Company in a new edition.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	25 830 120 261
«AGAINST»	11 632 495 460
«ABSTAINED»	52 707 362

Number of votes in ballots declared invalid	120 552 891
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Decision taken by the Annual General Meeting of Shareholders on the fourteenth item of the agenda:

1. To approve the Regulation on the payment of remuneration and compensation to members of the Board of Directors of the Company in a new edition.
2. To establish that this Regulation on the payment of remuneration and compensation to members of the Board of Directors of the Company in a new edition is applicable to members of the Board of Directors, elected at the present and future General Meetings of Shareholders of the Company.

Item # 15. On approval of the Regulation on the payment of remuneration and compensation to members of the Audit Commission of the Company in a new edition.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	37 642 815 207
Quorum on this item (%)	89,16

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	25 833 225 198
«AGAINST»	11 629 233 653
«ABSTAINED»	52 965 440

Number of votes in ballots declared invalid	120 451 683
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Decision taken by the Annual General Meeting of Shareholders on the fifteenth item of the agenda:

To approve the Regulation on the payment of remuneration and compensation to members of the Audit Commission of the Company in a new edition.

Item # 16. On approval of the liability insurance contract of directors and officers of the Company, which is a related party transaction.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by all the persons on this item, included into the list of persons , entitled to participate in the general meeting, not related to this transaction	21 011 321 190
Number of votes, owned by the persons, not related to this transaction, who participated in the general meeting on this agenda item of the general meeting	16 436 341 706
Quorum on this item (%)	78,22

Number of votes cast for each voting option:

Voting options	Number of votes
« FOR »	3 389 090 813
« AGAINST »	12 839 436 732
« ABSTAINED »	79 454 664

Number of votes in ballots declared invalid	10 888 116
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Decision NOT taken.

2.7. Date and number of minutes of the general meeting of participants (shareholders) of the issuer: **Minutes # 01/15 of 26.06.2015.**

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 «26» June 2015.