

**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)	<b>Interregional Distribution Grid Company of Centre, Public Joint-Stock Company</b>
1.2. Abbreviated issuer's business name	<b>IDGC of Centre, PJSC</b>
1.3. Issuer's location	<b>Russia, Moscow</b>
1.4. Primary State Registration Number of the issuer	<b>1046900099498</b>
1.5. Tax payer number of the issuer	<b>6901067107</b>
1.6. Issuer's unique code, assigned by registering authority	<b>10214-A</b>
1.7. Web page address used by the issuer for information disclosure	<a href="http://www.e-disclosure.ru/portal/company.aspx?id=7985;https://www.mrsk-1.ru/information/">http://www.e-disclosure.ru/portal/company.aspx?id=7985;https://www.mrsk-1.ru/information/</a>
1.8. Date of occurrence of an event (material fact) about which a message has been compiled (if applicable)	<b>29.05.2020</b>

**2. Contents of the statement**

**«On decisions taken by the general meeting of participants (shareholders) of the issuer»**

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): **absentee voting.**

2.3. Date, time and place of the general meeting of participants (shareholders) of the issuer:

**The date of holding: 29 May 2020.**

**The venue of holding: not applicable since the Annual General Meeting of Shareholders of IDGC of Centre, PJSC is held in the form of absentee voting.**

**The time of holding: not applicable since the Annual General Meeting of Shareholders of IDGC of Centre, PJSC is held in the form of absentee voting.**

2.4. Quorum of the general meeting of participants (shareholders) of the issuer:

The total number of votes of outstanding shares of IDGC of Centre that had the right to vote at the Annual General Meeting of Shareholders is **42 217 941 468**.

Persons, who participated in the Annual General Meeting of Shareholders, possessed **36 533 328 209** votes by the number of their ordinary shares, which is 86,5350% of the total number of votes of persons entitled to participate in the General Meeting of Shareholders.

**There is a quorum. The Annual General Meeting of Shareholders of IDGC of Centre, PJSC is eligible.**

2.5. The agenda of the general meeting of participants (shareholders) of the issuer:

**1. On approval of the Annual Report, the annual accounting (financial) statements of the Company for 2019.**

**2. On distribution of profits and losses of the Company (including the dividend payment (declaration)) following the results of 2019.**

**3. On election of members of the Board of Directors of the Company.**

**4. On election of members of the Audit Commission of the Company.**

**5. On approval of the Auditor of the Company.**

**6. On amending the Company's Articles of Association requiring an appeal to the Ministry of Justice of the Russian Federation with a request to issue a permit to include the word in the new company name, derived from the official name "Russian Federation" or "Russia".**

**7. On approval of the Regulation on the Board of Directors of the Company in a new edition.**

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

**Item # 1. On approval of the Annual Report, the annual accounting (financial) statements of the Company for 2019.**

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting for voting on this agenda item	<b>42 217 941 468</b>
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Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.24 of the Regulations</b>	<b>42 217 941 468</b>
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	<b>36 533 328 209</b>
<b>Quorum</b> on this item (%)	<b>86.5350</b>

Number of votes, cast for each voting option:

Voting options	Number of votes	% from those attending the meeting
«FOR»	<b>36 144 240 032</b>	<b>98.9350</b>
«AGAINST»	<b>175 485 146</b>	<b>0.4803</b>
«ABSTAINED»	<b>189 625 121</b>	<b>0.5191</b>
Number of votes in ballots declared invalid or not counted on other grounds		<b>23 977 910</b>

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

1. To approve the Company's Annual Report for 2019.
2. To approve the Company's annual accounting (financial) statements for 2019.

**Item # 2. On distribution of profits and losses of the Company (including the dividend payment (declaration)) following the results of 2019.**

Number of votes, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	<b>42 217 941 468</b>
Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.24 of the Regulations</b>	<b>42 217 941 468</b>
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	<b>36 533 328 209</b>
<b>Quorum</b> on this item (%)	<b>86.5350</b>

Number of votes, cast for each voting option:

Voting options	Number of votes	% from those attending the meeting
«FOR»	<b>25 073 622 850</b>	<b>68.6322</b>
«AGAINST»	<b>9 149 346 099</b>	<b>25.0438</b>
«ABSTAINED»	<b>2 286 858 085</b>	<b>6.2597</b>
Number of votes in ballots declared invalid or not counted on other grounds		<b>23 501 175</b>

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

1. To approve the following distribution of profits (losses) of the Company for the reporting year of 2019:

Name	(thous. RUB)
<b>Retained earnings (loss) for the reporting period:</b>	
<b>To be distributed to:</b>	<b>214 681</b>
Reserve fund	<b>0</b>
Profit for development	<b>0</b>
Dividends*	<b>214 681</b>
<b>Repayment of losses of previous years</b>	<b>0</b>
Retained earnings (loss) of previous years	<b>19 857 164</b>
Dividends*	<b>632 418</b>

*\*in accordance with the resolution of the Extraordinary General Meeting of Shareholders of the Company on 30.12.2019 (Minutes of 31.12.2019 # 02/19), it was decided to pay dividends on ordinary shares of the Company from the Company's net profit for 9 months of 2019 in the amount of RUB 0,0200649 per ordinary share in cash (RUB 847 099 thous.).*

2. Not to pay dividends on ordinary shares of the Company for 2019 taking into account the payment of dividends for 9 months of 2019.

**Item # 3. On election of members of the Board of Directors of the Company.**

Number of votes for cumulative voting, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	<b>464 397 356 148</b>
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Number of cumulative votes, to be accounted for voting shares of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.24 of the Regulations</b>	<b>464 397 356 148</b>
Number of cumulative votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	<b>401 866 610 299</b>
<b>Quorum</b> on this item (%)	<b>86.5350</b>

Number of votes, cast for each candidate, who chose the voting option «FOR»:

Item #	Candidate's full name	Number of votes for cumulative voting
«FOR», distribution of votes for candidates		
1.	Alexander Viktorovich Golovtsov	34 846 077 447
2.	Vitaly Yuryevich Zarkhin	34 841 199 055
3.	Andrey Vladimirovich Morozov	870 396 821
4.	Alexander Viktorovich Shevchuk	35 722 039 641
5.	Anastasiya Igorevna Krupenina	29 765 228 371
6.	Alexander Viktorovich Varvarin	7 811 714
7.	Alexander Ivanovich Kazakov	33 168 954 884
8.	Andrey Sergeevich Kolyada	14 387 585
9.	Daniil Vladimirovich Krainskiy	33 162 448 335
10.	Marina Alexandrovna Lavrova	9 453 583
11.	Igor Vladimirovich Makovskiy	33 482 316 650
12.	Konstantin Alexandrovich Mikhailik	33 163 209 562
13.	Alexey Igorevich Pavlov	33 165 452 968
14.	Vasiliy Vladimirovich Rozhkov	32 042 957 908
15.	Larisa Anatolievna Romanovskaya	33 163 709 979
16.	Dmitry Alexandrovich Chevkin	8 002 777
17.	Andrey Vladimirovich Mayorov	33 209 082 567
«FOR»		<b>400 642 729 847</b>
«AGAINST» all candidates		<b>34 782 000</b>
«ABSTAINED» for all candidates		<b>74 838 577</b>
Number of votes in ballots declared invalid or not counted on other grounds		<b>1 114 259 875</b>

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

To elect the following Company's Board of Directors:

Alexander Viktorovich Shevchuk - Executive Director, Association of Institutional Investors

Alexander Viktorovich Golovtsov

Vitaly Yuryevich Zarkhin

Igor Vladimirovich Makovskiy - General Director of IDGC of Centre, PJSC

Andrey Vladimirovich Mayorov - Deputy Director General - Chief Engineer of PJSC Rosseti

Alexander Ivanovich Kazakov - Chairman of the Board of Directors of IDGC of Centre, PJSC, professional director

Alexey Igorevich Pavlov - Head of Strategy Department of PJSC Rosseti

Larisa Anatolievna Romanovskaya - Acting Deputy Director General for HR Management, Government and Media Relations of PJSC Rosseti

Konstantin Alexandrovich Mikhailik - Deputy Director General for Operation of PJSC Rosseti

Daniil Vladimirovich Krainskiy - Chief Adviser of PJSC Rosseti

Vasiliy Vladimirovich Rozhkov - Director of Production Department - Deputy Chief Engineer of PJSC Rosseti.

**Item # 4. On election of members of the Audit Commission of the Company.**

Number of votes, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	<b>42 217 941 468</b>
Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.24 of the Regulations</b>	<b>42 217 794 691</b>
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	<b>36 533 328 209</b>
<b>Quorum</b> on this item (%)	<b>86.5353</b>

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

#	Candidate's full name	FOR	AGAINST	ABSTAINED	Invalid or not counted on other grounds
		% from those attending the meeting	% from those attending the meeting	% from those attending the meeting	
1	Sergey Vladimirovich Kiryukhin	25 030 965 816	9 055 023 816	2 324 332 109	123 006 468
		68.5154	24.7857	6.3622	
2	Marina Alekseevna Lelekova	25 030 006 526	9 055 345 425	2 324 905 734	123 070 524
		68.5128	24.7865	6.3638	
3	Svetlana Anatolyevna Kim	25 030 098 347	9 056 415 555	2 323 612 518	123 201 789
		68.5130	24.7895	6.3603	
4	Artem Nikolaevich Kirillov	25 030 354 692	9 056 899 966	2 323 071 285	123 002 266
		68.5137	24.7908	6.3588	
5	Elena Alexandrovna Kabizskina	25 029 523 953	9 054 691 113	2 324 602 204	124 510 939
		68.5115	24.7847	6.3630	

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

To elect the following Company's Audit Commission:

Sergey Vladimirovich Kiryukhin - Acting Deputy Director General – Chief of Staff of PJSC Rosseti

Artem Nikolaevich Kirillov - Deputy Head of Supervisory Activities Office of Internal Control and Risk Management Department of PJSC Rosseti

Svetlana Anatolyevna Kim - Head of Supervisory Activities Office of Internal Control and Risk Management Department of PJSC Rosseti

Marina Alekseevna Lelekova - Director of Internal Control and Risk Management Department of PJSC Rosseti

Elena Alexandrovna Kabizskina - Chief Expert of Supervisory Activities Office of Internal Control and Risk Management Department of PJSC Rosseti.

**Item # 5. On approval of the Auditor of the Company.**

Number of votes, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.24 of the Regulations</b>	42 217 941 468
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	36 533 328 209
<b>Quorum</b> on this item (%)	86.5350

Number of votes, cast for each voting option:

Voting options	Number of votes	% from those attending the meeting
«FOR»	36 282 492 537	99.3134
«AGAINST»	53 521 555	0.1465
«ABSTAINED»	96 840 215	0.2651
Number of votes in ballots declared invalid or not counted on other grounds	100 473 902	

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

To approve Ernst & Young LLC as the Auditor of the Company.

**Item # 6. On amending the Company's Articles of Association requiring an appeal to the Ministry of Justice of the Russian Federation with a request to issue a permit to include the word in the new company name, derived from the official name "Russian Federation" or "Russia".**

Number of votes, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.24 of the Regulations</b>	42 217 941 468
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	36 533 328 209
<b>Quorum</b> on this item (%)	86.5350

Number of votes, cast for each voting option:

Voting options	Number of votes	% from those attending the meeting
«FOR»	<b>24 274 491 757</b>	<b>66.4448</b>
«AGAINST»	<b>12 045 376 907</b>	<b>32.9709</b>
«ABSTAINED»	<b>90 087 304</b>	<b>0.2466</b>
Number of votes in ballots declared invalid or not counted on other grounds		<b>123 372 241</b>

**Decision is not taken.**

**Item # 7. On approval of the Regulation on the Board of Directors of the Company in a new edition.**

Number of votes, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	<b>42 217 941 468</b>
Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.24 of the Regulations</b>	<b>42 217 941 468</b>
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	<b>36 533 328 209</b>
<b>Quorum</b> on this item (%)	<b>86.5350</b>

Number of votes, cast for each voting option:

Voting options	Number of votes	% from those attending the meeting
«FOR»	<b>23 427 147 762</b>	<b>64.1254</b>
«AGAINST»	<b>12 885 250 207</b>	<b>35.2699</b>
«ABSTAINED»	<b>98 457 688</b>	<b>0.2695</b>
Number of votes in ballots declared invalid or not counted on other grounds		<b>122 472 552</b>

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

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

2.7. Date and number of minutes of the general meeting of participants (shareholders) of the issuer: **Minutes # 01/20 of 29.05.2020.**

2.8. Identification features of shares, whose owners have the right to attend the general meeting of shareholders of the issuer: **ordinary shares, state registration number 1-01-10214-A dated 24.03.2005, international securities identification code (number) (ISIN): RU000A0JPPL8.**

### 3. Signature

3.1. Acting Head of Corporate Governance  
Department, acting under power of attorney  
# D-CA/7 of 20.01.2020

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(signature)

O.A. Kharchenko

3.2. Date «29» May 2020.

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