

MINUTES NO. 15
of the extraordinary General Meeting of Shareholders

31.12.2019

Saint Petersburg

Full business name of the Company: Public Joint Stock Company “Interregional Distribution Grid Company of North-West” (hereinafter – DGC of North-West, PJSC).

Company’s Location: Saint Petersburg, Russia

Address of the Company: 196247, Saint Petersburg, 3 Konstitutsii Sq., Lit. A, Room 16H.

Type of the General Meeting: extraordinary.

Meeting arrangement form: absentee voting.

The date of determination (fixing) of persons entitled to participate in the extraordinary General Meeting of Shareholders of the Company (hereinafter – the Meeting): December 06, 2019.

Deadline for receiving completed voting ballots¹ (date of holding the Meeting): December 31, 2019.

Postal addresses whereto completed voting ballots were sent:

- 194044, Saint Petersburg, 6 Belovodsky Pereulok, North-West Branch of IRC – R.O.S.T, JSC;
- 196247, Saint Petersburg, 3 Konstitutsii Sq., Lit. A, Room 16H, IDGC of North-West, PJSC.

E-form of the bulletins could be completed in the information and telecommunication network Internet using the system – Shareholder’s Personal Account:

- on the website of Company registrar IRC – R.O.S.T, JSC at:
<https://www.rrost.ru/ru/shareholder/online-services/personal-cabinet/>
- on the Company’s website at:
<http://www.mrsksevzap.ru/shareholdersprivateoffice>.

Execution date of the Tabulation Commission protocol of the results of voting at the General Meeting of Shareholders of IDGC of North-West, PJSC: December 31, 2019.

Generation date of the Minutes of the extraordinary General Meeting of Shareholders of IDGC of North-West, JSC: January 09, 2020.

¹ Those shareholders are considered as participated in the extraordinary General Meeting of Shareholders, whose were received and/or electronic form of ballots will be filled out till December 31, 2019, as well as shareholders, who instructed persons accounting their share rights regarding the voting in accordance with the legislation of the Russian Federation on securities, if notices of their will expression were received till December 31, 2019.

Chairman of the Meeting: **Sergeeva, Olga Andreevna** – Chairman of the Board of Directors of IDGC of North-West, PJSC, Chief Advisor to Rosseti, PJSC.

Secretary of the Meeting: **Nazarenko, Lyudmila Yuryevna** – Corporate Secretary of IDGC of North-West, PJSC

MEETING AGENDA

1. On the amount of dividends, the timing and form of payment according to the results of 9 months of 2019 and the establishment of the date on which persons entitled to receive dividends shall be determined.

For reference:

The extraordinary General Meeting of Shareholders of IDGC of North-West, PJSC was convened pursuant to Article 55 of Federal Law “On Joint-Stock Companies” dated 26.12.1995 No. 208-FZ (hereinafter – the Federal Law “On Joint-Stock Companies”) by decision of the Board of Directors of the Company dated 25.11.2019 (Minutes No. 338/15) based on its own initiative.

By decision of the Board of Directors of IDGC of North-West, PJSC dated 25.11.2019 (Minutes No. 338/15), Lyudmila Yuryevna Nazarenko, Corporate Secretary of the Company, has been elected as Secretary of the extraordinary General Meeting of Shareholders of IDGC of North-West, PJSC.

In accordance with Article 56 of the Federal Law “On Joint-Stock Companies”, the Tabulation Commission functions at the General Meeting of Shareholders of the Company were performed by the Registrar of IDGC of North-West, PJSC – Joint Stock Company “Independent Registrar Company R.O.S.T.” (short name – IRC R.O.S.T., JSC).

The authorized person of Registrar – IRC R.O.S.T., JSC – Alexander Vladimirovich Ivanov, under Power of Attorney No. 178 dated 05.02.2019.

ISSUE No. 1: On the amount of dividends, the timing and form of payment according to the results of 9 months of 2019 and the establishment of the date on which persons entitled to receive dividends shall be determined.

The number of votes the persons included in the list of persons having the right to participate in the Meeting were entitled to with regard to the Meeting Agenda Issue No. 1 was – **95,785,923,138**.

The number of votes attributable to the Company's voting shares on issue No. 1 of the Meeting agenda, determined taking into account the provisions of Clause 4.24 of the Regulation on General Meetings of Shareholders approved by the Bank of Russia dated 16.11.2018 No. 660-P (hereinafter referred to as the Regulation) – **95,785,923,138**.

The number of votes the persons having participated in the Meeting were entitled to with regard to the Meeting Agenda Issue No 1 was **62,405,578,900**.

The quorum was **65.1511%**.

Quorum with regard to the Meeting Agenda Issue No. 1 was present.

According to Clause 2 Art. 49 of the Federal Law “On Joint Stock Companies”, decision on the agenda Issue No. 1 is to be taken by a majority vote of the shareholders holding voting shares of the Company and participating in the Meeting.

Issue put to vote:

1. Pay dividends on ordinary shares of the Company from the net profit of the Company according to the results of 9 months of 2019 in the amount of 0.0019999807 rubles per ordinary share in cash.

2. The amount of accrued dividends per one shareholder of the Company is determined with an accuracy of one kopeck. The rounding of the number in the calculation is carried out according to the rules of mathematical rounding.

3. The term for payment of dividend to a nominal holder or a trustee being a professional participant of the security market shall not be in excess of 10 business days, to other shareholders registered in the register – 25 business days from the date when the list of persons having the right to receive dividend was generated.

4. Determine the date of compiling the list of persons entitled to receive dividends – the 14th day from the date of adoption by the extraordinary General Meeting of Shareholders of a decision on the payment of dividends.

Voting results:

Option of voting	Number of votes cast for each of the voting options	Percentage of the Meeting participants in the Meeting
“For”	62,397,165,960	99.9865
“Against”	16,050	0.00003
“Abstained”	3,040,649	0.0049
Number of voted untabulated due to invalidation of ballots or due to other reasons specified by the Regulation:		
“Invalid”	5,356,241	0.0086
“For other reasons”	0	0.0000
TOTAL:	62,405,578,900	100.0000

Decision made.**ONE DECIDED:**

1. Pay dividends on ordinary shares of the Company from the net profit of the Company according to the results of 9 months of 2019 in the amount of 0.0019999807 rubles per ordinary share in cash.

2. The amount of accrued dividends per one shareholder of the Company is determined with an accuracy of one kopeck. The rounding of the number in the calculation is carried out according to the rules of mathematical rounding.

3. The term for payment of dividend to a nominal holder or a trustee being a professional participant of the security market shall not be in excess of 10 business days, to other shareholders registered in the register – 25 business days from the date when the list of persons having the right to receive dividend was generated.

4. Determine the date of compiling the list of persons entitled to receive dividends – the 14th day from the date of adoption by the extraordinary General Meeting of Shareholders of a decision on the payment of dividends.

Appended to the minutes of the Meeting is the protocol of the Tabulation Commission on results of voting at the General Meeting of Shareholders of IDGC of North-West, PJSC (**Appendix No. 1**).

Chairman of the Meeting

O.A. Sergeeva

Secretary of the Meeting

L.Yu. Nazarenko