

# SECURITIES

## SHARE

### SHARE CAPITAL

As of December 31, 2015, the authorized capital of IDGC of Centre, PJSC amounts to RUB 4,221,794,146.80 and is split into 42,217,941,468 ordinary nominal shares with par value of 10 kopecks. Privileged shares were not issued.

**4,221,794,146.80** RUB  
is the authorised capital of IDGC of Centre as of December 31, 2015

SECURITIES	Identification number	Date of state registration of the issue	Nominal value, RUB	Quantity, pcs.
Ordinary nominal shares	1-01-10214-A	24.03.2005	0.1	42 217,941,468

Number of authorised shares – 258,532 ordinary nominal shares with par value of 10 kopecks. The authorised shares formed the course of reorganisation of the Company in 2008 in the form of its merger with regional grid companies as a difference between the number of authorised and placed shares. IDGC of Centre, PJSC does not have any cross-held shares. The company does not own any shares either.

**258,532** ordinary registered shares  
is the number of authorised shares

### STRUCTURE OF SHARE CAPITAL

There are 16,442 persons registered in the register of shareholders as of May 20, 2015 - the last date of compiling the list of persons entitled to participate in the Annual General Meeting of Shareholders. The largest shareholders are PJSC Rosseti with 50.23% and Genhold Limited with 15.0% in the authorised capital.

Prosperity Capital Management Limited indirectly with other companies is indirectly entitled to dispose of 21.21% of shares of IDGC of Centre, PJSC.

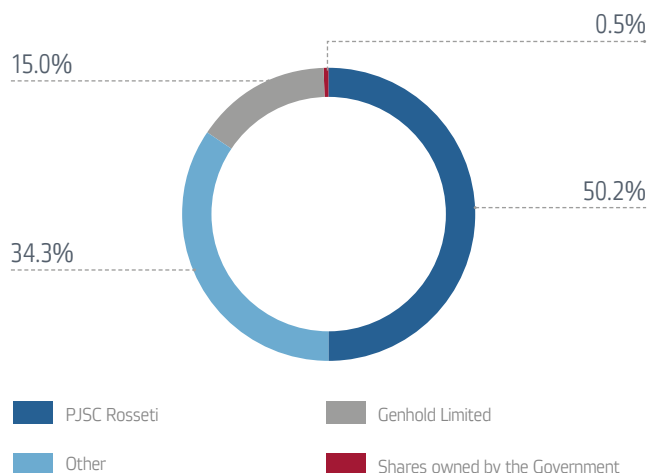
14,228 persons are registered in the register of shareholders as of December 31, 2015. The largest nominal holders are DCT Ltd. (50.23%) and NSD (44.4%).

The Government share in the authorised capital is 0.46%.



*Information on the acquisition of the right to indirectly dispose of shares of IDGC of Centre is available on the Company's website.*

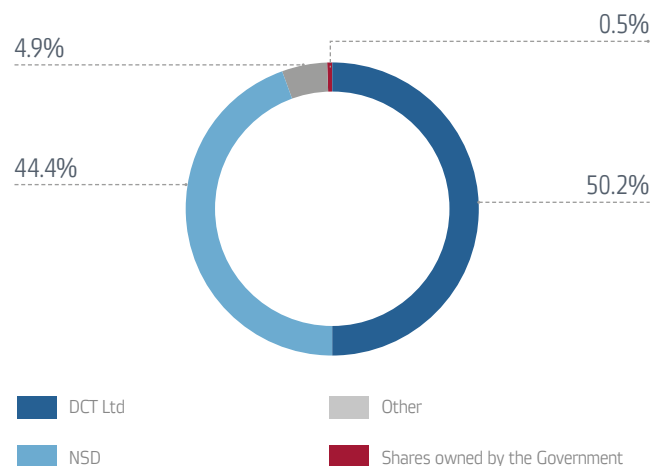
## Major shareholders of IDGC of Centre, PJSC as of 20.05.2014



IDGC of Centre, PJSC has no information about the existence of ownership percentage of shares exceeding five per cent, besides those already disclosed by the Company.

The Company has no information on possible acquisitions or the acquisition by certain shareholders of the degree

## Major shareholders as of 31.12.2015



of control disproportionate to their participation in the authorised capital of the Company, including on the basis of shareholder agreements.

The Company does not have treasury and quasi-treasury shares.

## The structure of share capital as of December 31, 2015 and the last record date

Holder type	Structure of share capital as of December 31, 2014	Structure of share capital as of May 20, 2015 (the last record date)	Structure of share capital as of December 31, 2015
Owners – individuals	3.9	5.8	4.0
Owners – legal entities	1.1	87.3	1.1
Nominal holders	94.8	0.3	94.9
Trustees	0.2	6.6	0.0
<b>Total:</b>		<b>100</b>	<b>100</b>
Residents of the Russian Federation	99.9	66.0	99.9
Non-residents of the Russian Federation	0.1	34.0	0.1
<b>Total:</b>	<b>100</b>	<b>100</b>	<b>100</b>

## REGISTRAR

The register of shareholders of IDGC of Centre, PJSC is kept by the independent registrar "Reestr-RN" Ltd. "Reestr-RN" Ltd is one of the top ten registrars and consistently takes high positions in the PARTAD registrar rating. The work of "Reestr-RN" Ltd is based on well-proven and reliable technologies enabling ensuring maximum respect of the title and rights of the shareholders. The registrar is not affiliated with the Company.

Shareholders and their representatives with regards to changes in the register of shareholders and obtaining information from the register of shareholders can also apply to the branches of the registrar and branches of IDGC of Centre, PJSC, where authorised employees perform some of the functions of the registrar.



All information about the registrar and its work procedures is published on the website.



The full list and contact information is published on the corporate website of the Company:

The Company staff jointly with the registrar regularly take measures for updating the outdated information about shareholders whose share rights are recorded in the register.

## STOCK MARKET

Ordinary shares of IDGC of Centre, PJSC started to be traded on the MICEX (Moscow Exchange Group) in 2008. As of December 31, 2015 the shares are listed in the Moscow Exchange's First (top) Tier quotation list.

The shares are included into the calculation basis of the Moscow Exchange Second-Tier Index Interbank Stock Exchange

(MICEX SC) and Sectoral Electric Utilities Index (MICEX PWR). In 2015 the shares were included in the calculation of the new index - Moscow Exchange Regulated Company Index (MOEX RCI).

According to the opinion of the Index Committee of the Moscow Exchange, the free float of shares of IDGC of Centre is 34%.

### Share price and capitalisation as of 30.12.2015

Share price (close), RUB	0.1951
Share price (close), USD	0.0027
Share price (weighted average), RUB	0.1950
Share price (weighted average), USD	0.0027
Capitalisation (based on weighted average), RUB mln	8,232.5
Capitalisation (based on weighted average), USD mln	113.5

### Tickers and indices

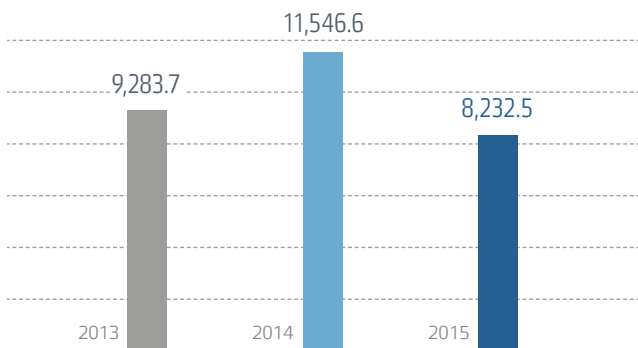
Exchange and trading system identification codes (main)	ISIN: RU000A0JPPL8 Moscow Exchange: MRKC; Bloomberg: MRKC RX; Reuters: MRKC.MM
Stock exchange indices, Moscow Exchange	MICEX PWR (share weight 2.16%); MICEX SC (share weight 2.02%); MOEX RCI (share weight 1.66%).
Quotation lists, Moscow Exchange	List B – 08.04.2009 – 15.08.2011; List A2 – 16.08.2011 – 19.10.2012; List A1 22.10.2012 – 08.06.2014; First Tier since 09.06.2014 – up to the present time

## COMPANY CAPITALISATION

The tough situation in the entire power grid complex resulted in the significant drop of capitalisation of distribution companies in 2013–2015. Tariff freeze, the unresolved Last Mile issue, deterioration of payment discipline of consumers and problems of privileged grid connection put the main pressure on the performance of IDGC of Centre, PJSC. As a result, in early April 2015 the net profit forecast was reduced in the Business Plan and it ultimately ended in a loss. The realisation of this forecast wouldn't let the Company to pay the dividends for 2015, which are the main factor of the investment attractiveness of the Company. Amid continuing deterioration of the economic situation in 2015 and negative forecasts of the company the share price dropped in April–October 2015 by 29% and remained at this level till the year's end.

The chart of capitalisation of IDGC of Centre, PJSC and the trading volume in comparison with key market indicators and key events is provided below.

Capitalisation in 2013–2015 (31.12), RUB mln



In 2015, the capitalisation of IDGC of Centre, PJSC dropped by 28.7%, while the MICEX PWR index grew by 18.4%. The growth of the industry index was mainly driven by the significant increase of the capitalisation of generation companies due to the completion of long-term

projects under the capacity delivery agreements and definition of clear, long-term parameters of regulation of competitive power take-off.

## The performance of IDGC of Centre's share price in comparison with indices

	IDGC of Centre, PJSC		MICEX index		MICEX PWR		MOEX RCI	
30.12.2015 (mean weighted)	0.1950		1,761.36		944.51		800.14	
30.12.2014 (mean weighted)	0.2735		1,396.61		797.54		619.58	
Change	-28.7%		26.1%		18.4%		29.1%	
MAX (closing)	12.03.2015	0.3260	23.11.2015	1,868.07	05.05.2015	1032.81	N/A	N/A
MIN (closing)	14.12.2015	0.1867	05.01.2015	1,435.66	29.01.2015	784.39	N/A	N/A

## The volume of trading and amount of transactions involving IDGC of Centre, PJSC in 2013–2015

Indicators	UoM	2013	2014	2015	Deviation 2015/2014, %
Number of deals	Deals	33,310	43,900	48,840	11.3
Trade turnover	Shares mln	2146.1	6007.9	3808.1	-36.6
	RUB mln	786.62	1594.8	901.1	-43.5
	% of Free float*	20.3	56.9	26.5	-30.4 pp

The volume of trading and amount of transactions involving IDGC of Centre, PJSC in 2015 (main trades at the Moscow Exchange):

**1st** place  
turnover of trades in rubles

**1st** place  
average spread

**2nd** place  
intraday number of deals

## Key information about the Company's securities market in 2013–2015

Indicators based on RAS	UoM	2013	2014	2015
Closing prices at the end of the year	RUB	0.2186	0.2525	0.1951
Maximum price	RUB	0.6954	0.3705	0.3345
Minimum price	RUB	0.1803	0.1830	0.1850
Average daily trade volume <sup>1</sup>	RUB mln	3,1	6,4	3,6
	Shares mln	8.6	24.0	15.2
EPS	RUB	0,01	0.08	0.02
Dividend yield <sup>2</sup>	%	0.81%	7.62%	N/A
EV/EBITDA	–	3.56	3.07	3.30
P/E	–	31.70	3.47	9.06
TSR <sup>3</sup>	%	-60,63	26,57	-14,29

## BONDS

Three issues of exchange-traded bonds of IDGC of Centre, PJSC, were placed in 2015 as part of diversification of the credit portfolio of the Company enabling the Company to borrow funds under the most profitable conditions.

The organizers of the issue of the exchange-traded bonds were GPB Bank (JSC) and PJSC ROSBANK. NSD performed the functions of a depository.

### The key parameters of these exchange-traded bond issues

Main parameters of securities	BO-02	BO-03	BO-04
Number of bonds	5,000,000	5,000,000	5,000,000
Nominal value, RUB	1,000	1,000	1,000
Amount, RUB	5,000,000,000	5,000,000,000	5,000,000,000
Identification number	4B02-02-10214-A	4B02-03-10214-A	4B02-04-10214-A
Date of issue of identification number	25.06.2013	25.06.2013	25.06.2013
Other identification signatures	Put option 3 years after date of placement	Put option 5 years after the date of placement and early redemption after 2 years	Put option 7 years after the date of placement, additional put option on 19.11.2019
Date of placement	05.06.2015	24.11.2015	24.11.2015
Redemption date	23.05.2025	11.11.2025	11.11.2025
Circulation period	10 years	10 years	10 years
Rate,%	12.42	11.80	11.58
Stock exchange	CJSC MICEX		
List	Third tier		
Coupon yield per bond, RUB	61.93	58.84	57.74

<sup>1</sup> The average value on the Moscow Stock Exchange.

<sup>2</sup> Calculated as the ratio of annual dividends per share and market price of the share as of the date of dividend payout decision.

<sup>3</sup> Formula:  $((\text{Share price at the end of the period} - \text{share price at the beginning of the period} + \text{dividend amount per share in the reporting period approved by the resolution of AGSM}) / \text{Share price at the beginning of the period}) * 100\%$ .

In October 2015, the BO-01 series exchange bonds listed on the Moscow Exchange First Tier quotation list were repaid.

Parameters of securities	BO-01 series exchange bonds
Number of bonds	4,000,000
Nominal value, RUB	1,000
Volume, RUB	4,000,000,000
Identification number	4B02-01-10214-A
Date of assignment of identification number	13.07.2012
Date of initial placement	17.10.2012
Maturity date	14.10.2015
Maturity	3 years
Rate,%	8.95
Stock exchange	CJSC MICEX
List	First (Top) list
Coupon yield per bond, RUB	44.63

The organisers of this issue of the exchange-traded bonds were GPB Bank (JSC) and CJSC VTB Capital. NSD performed the functions of depository.



Information about the exchange-traded bonds is placed on the Company's website.

During the entire period of circulation of the securities and particularly in 2015 IDGC of Centre, PJSC fully performed its obligations for payment of coupon yield under the bond - payments were made in due time and in full.

#### Paid on commercial papers, RUB

Coupon No.	BO-01 series exchange bonds	BO-02 series exchange bonds	BO-03, BO-04 series exchange bonds
1	178,520,000 RUB (April 17, 2013)	309,650,000 (December 04, 2015)	First coupon payments are scheduled for 2016
2	178,520,000 RUB (October 16, 2013)	-	
3	178,520,000 RUB (April 16, 2014)		
4	178,520,000 RUB (October 15, 2014)		
5	178,520,000 RUB (April 15, 2015)		
6	178,520,000 RUB (October 14, 2015)		