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PROJECTS

of decisions of the extraordinary General meeting of shareholders of PJSC "IDGC of South»

(April 18, 2019)

**ISSUE 1:** The determination of the amount, nominal value, category (type) of the declared shares of IDGC of the South, PJSC and the rights granted by these shares;

**DRAFT DECISION:**

To determine that the number of authorized ordinary registered uncertified shares, which IDGC of South, PJSC (hereinafter referred to as the Company) has the right to place in addition to the ordinary placed registered stock, is 19,963,551,259 (Nineteen billion nine hundred sixty three million five hundred fifty one thousand two hundred nineteen) ordinary registered uncertified shares, the nominal value of one share being 10 (ten) kopecks at a total of 1,996,355,125 (one billion nine hundred ninety six million three hundred fifty five thousand one hundred twenty-five) rubles 90 kopecks.­­­

Ordinary registered shares authorized by the Company for placement grant their owners the rights provided in clause 6.2. of this Charter.­ The Charter of the Company;

**ISSUE 2:** On amendment to the Charter of IDGC of South, PJSC

**DRAFT DECISION:**

To make the following amendments to the Charter of IDGC of the South, PJSC:

“Clause 4.5. of Article 4 of the Company Charter should be amended as follows:

4.5. Reduction of the authorized capital of the Company is carried out in accordance with the procedure provided for by the legislation of the Russian Federation and this Charter.

The Company is obliged to reduce its authorized capital in cases provided for by the Federal Law “On Joint-Stock Companies”.­

In addition to the outstanding shares, the Company announces 19,963,551,259 (Nineteen billion nine hundred sixty-three million five hundred fifty-one thousand two hundred fifty-nine) ordinary registered uncertified shares with the nominal value of one share being 10 (Ten) kopecks at a total amount of 1,996,355,125 (One billion nine hundred ninety six million three hundred fifty five thousand one hundred twenty five) rubles 90 kopecks.­­­­

Ordinary registered shares, declared by the Company for placement, grant their owners the rights provided for in clause 6.2. of this Charter. ”­

**ISSUE 3:** On increasing the authorized capital of IDGC of the South, PJSC by offering additional shares.

**DRAFT DECISION:**

“To increase the authorized capital of IDGC of South, PJSC by offering additional ordinary registered uncertified stock in the amount of 19,963,551,259 (Nineteen billion nine hundred and sixty-three million five hundred fifty-one thousand two hundred and fifty-nine) shares, the nominal value of one share being 10 (ten) kopecks for the amount of the nominal value of 1 996 355 125 (One billion nine hundred ninety six million three hundred fifty five thousand one hundred twenty five) rubles 90 kopecks, on the following basic conditions:­­­­

* method of placement: public offering;
* the placement price of one additional ordinary registered uncertificated shares (including to persons included in the list of persons having the preemptive right to purchase placed additional shares):­­ 10 (ten) kopecks;­
* form of payment : Payment for additional ordinary registered uncertified shares of the Company is carried out in Russian rubles in a non-cash form.­­