

ITEM № 3

ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY



ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

Explanatory information on the item

In accordance with Federal Law dated 26.12.1995 № 208-FZ "On Joint-Stock Companies", the agenda of the Annual General Meeting of Shareholders of the Company should include the issue of election of members of the Board of Directors of the Company.

In accordance with Article 53 of Federal Law dated 26.12.1995 № 208-FZ "On Joint-Stock Companies", paragraph 13.1 of Article 13 of the Articles of Association of the Company, shareholders (a shareholder) of the Company, who collectively own at least 2 (two) percent of the Company's voting shares, within 60 (sixty) days after the end of the fiscal year, have the right to raise issues in the agenda of the Annual General Meeting of Shareholders and nominate candidates to the Board of Directors and the Audit Commission of the Company, the number of which cannot exceed the number of members of the relevant body.

In accordance with paragraph 16.1 of Article 16 of the Articles of Association of the Company, the composition of the Board of Directors of the Company is 11 (eleven) persons.

By the end of the deadline for accepting offers (01.03.2019) the Company received 6 proposals to nominate candidates to the management bodies of IDGC of Centre from the following shareholders holding more than 2% of the Company's voting shares:

1. **Company «BRINDIMI INVESTMENTS LIMITED»** - 2,73 % of the authorized capital (1 candidate);
2. **Company «Genhold Limited»** - 15,0 % of the authorized capital (4 candidates);
3. **Company «FLETCHER GROUP HOLDINGS LIMITED»** - 3,20 % of the authorized capital (1 candidate);
4. **Joint-Stock Company Commercial Bank "Solidarnost"** - 2,00 % of the authorized capital (1 candidate);
5. **PJSC Rosseti** - 50,23 % of the authorized capital (11 candidates);
6. **Sergey Valerievich Ilyushko** - 2,35 % of the authorized capital (1 candidate).

It is recommended to elect to the Board of Directors of the Company individuals who have an impeccable business and personal reputation, who possess the professional knowledge, skills and experience necessary to take decisions within the competence of the Board of Directors, competent in a range of issues that cover both the main scope of the Company's business and individual industries and regions in which the Company operates.

In addition, in accordance with the Listing Rules of PJSC "Moscow Exchange", candidates for the members of the Board of Directors are required to be independent. Thus, independent directors should constitute at least one third of the elected members of the Board of Directors of the Company.

The Personnel and Remuneration Committee on 22.03.2019 (Minutes # 03/19) assessed all candidates proposed by shareholders to the Board of Directors of the Company for compliance with their professional qualifications, experience and independence.

The basis of the assessment had the requirements of:

- The Corporate Governance Code of the Bank of Russia and the Listing Rules of PJSC "Moscow Exchange" (compliance with the requirements for independent directors, for the purpose of listing the Company's shares in the highest quotation list);
- The Regulation on the General Meeting of Shareholders of the Company (compliance with the requirements for professional knowledge, skills and experience of candidates);
- The Code of Conduct of the Company (compliance with the requirements for the business reputation of candidates).

Based on the evaluation of candidates for election to the Board of Directors of the Company, the Personnel and Remuneration Committee:

- recommended to the Board of Directors of the Company to include the results of the evaluation of candidates to the Board of Directors of IDGC of Center in the list of materials provided to persons entitled to participate in the Annual General Meeting of Shareholders of the Company;
- recognized 4 candidates fully corresponding to all criteria of independence;
- recommended to recognize 5 candidates as independent directors taking into account the fact that the relationship with the Company, with a substantial shareholder of the Company, with a significant counterparty of the Company is formal and will not affect the independence in forming a position on the agenda of the Board of Directors, the ability of candidates to make objective and diligent judgments, independent from the influence of the executive bodies of the Company, certain groups of shareholders, competitors and counterparties of the Company;
- 7 candidates are recognized as associated with the Company and with a substantial shareholder of the Company;
- 3 candidates are recognized as associated with a substantial shareholder of the Company.

At the same time, the Personnel and Remuneration Committee noted that the Board of Directors of the Company can recognize any member of the Board of Directors as independent despite having formal criteria of linkage with the Company, a substantial shareholder of the Company, an essential counterparty or competitor of the Company established in the Criteria for Determining the Independence of Members of the Board of Directors, in the event that such relation does not affect the ability of the relevant member of the Board of Directors to make independent, objective and conscientious judgments.

By the decision of the Board of Directors of the Company on 06.03.2019 (Minutes of # 07/19) the following 19 nominees were included in the list of candidates for voting for election to the Board of Directors of IDGC of Centre, PJSC:

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Draft resolution on item № 3

To elect the following Company's Board of Directors*:

No	Full name of the candidate	Position of the candidate
1	Tatiana Petrovna Dronova	Deputy General Director for Strategy and Development of ZAO "Investment Holding "Energy Alliance"
2	Alexander Viktorovich Golovtsov	
3	Vitaly Yuryevich Zarkhin	
4	Andrey Vladimirovich Morozov	Legal Director, Association of Institutional Investors
5	Alexander Viktorovich Shevchuk	Executive Director, Association of Institutional Investors
6	Alexey Yuryevich Krashakov	Director of the Department of Financial Markets, Joint-Stock Company Commercial Bank "Solidarnost"
7	Sergey Vladimirovich Chebotarev	Vice-President for Power Engineering, NLMK
8	Anastasiya Igorevna Krupenina	
9	Alexander Viktorovich Varvarin	Vice-President - Managing Director for Corporate Relations and Legal Support of Russian Union of Industrialists and Entrepreneurs
10	Alexander Ivanovich Kazakov	Chairman of the Board of Directors of JSC "DVEUK", professional director
11	Andrey Vyacheslavovich Logatkin	Director of the International Cooperation Department of PJSC ROSSETI
12	Igor Vladimirovich Makovskiy	General Director of IDGC of Centre, PJSC
13	Evgeny Alexandrovich Olkhovich	Deputy Director General for Strategic Development and Technological Innovation of PJSC ROSSETI
14	Alexey Igorevich Pavlov	Director of Treasury Department of PJSC ROSSETI
15	Natalia Vladimirovna Paramonova	Director of Economics Department of PJSC ROSSETI
16	Larisa Anatolievna Romanovskaya	Top Advisor of PJSC ROSSETI
17	Maxim Mikhailovich Saukh	Head of Corporate Relations Office of Corporate Governance Department of PJSC ROSSETI
18	Makar Andreevich Timofeev	Director of Service Sales Department of PJSC ROSSETI
19	Dmitry Alexandrovich Chevkin	Deputy Director of HR Department of PJSC ROSSETI

* - in accordance with item 16.1. of Article 16 of the Articles of Association of IDGC of Centre, PJSC the Board of Directors of the Company consists of 11 (Eleven) persons.

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

List of Candidate Members to the Board of Directors of IDGC of Centre, PJSC:

№	Full name of the Candidate Member	Nationality	Position, Place of Employment of the Candidate Member (on the date of nomination)	Full name/Name of the shareholder who proposed the Candidate to be included into the list for voting to be elected for the Company's Board of Directors/ Quantity of the Company's voting shares, owned by the shareholder, %	Availability of consent to election
1	Tatiana Petrovna Dronova	RF	Deputy General Director for Strategy and Development of ZAO "Investment Holding "Energy Alliance"	Company «BRINDIMI INVESTMENTS LIMITED» / 2,73%	Available
2	Alexander Viktorovich Golovtsov	RF		Company «Genhold Limited»/ 15,00%	Available
3	Vitaly Yuryevich Zarkhin	RF		Company «Genhold Limited»/ 15,00%	Available
4	Andrey Vladimirovich Morozov	RF	Legal Director, Association of Institutional Investors	Company «Genhold Limited»/ 15,00%	Available
5	Alexander Viktorovich Shevchuk	RF	Executive Director, Association of Institutional Investors	Company «Genhold Limited»/ 15,00%	Available
6	Alexey Yuryevich Krashakov	RF	Director of the Department of Financial Markets, Joint-Stock Company Commercial Bank "Solidarnost"	JSC CB "Solidarnost"/ 2,00%	Available
7	Sergey Vladimirovich Chebotarev	RF	Vice-President for Power Engineering, NLMK	Company «FLETCHER GROUP HOLDINGS LIMITED» / 3,20%	Available
8	Anastasiya Igorevna Krupenina	RF		Sergey Valerievich Ilyushko / 2,35%	Available
9	Alexander Viktorovich Varvarin	RF	Vice-President - Managing Director for Corporate Relations and Legal Support of Russian Union of Industrialists and Entrepreneurs	PJSC «Rosseti» / 50,23%	Available
10	Alexander Ivanovich Kazakov	RF	Chairman of the Board of Directors of JSC "DVEUK", professional director	PJSC «Rosseti» / 50,23%	Available
11	Andrey Vyacheslavovich Logatkin	RF	Director of the International Cooperation Department of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available
12	Igor Vladimirovich Makovskiy	RF	General Director of IDGC of Centre, PJSC	PJSC «Rosseti» / 50,23%	Available
13	Evgeny Alexandrovich Olkhovich	RF	Deputy Director General for Strategic Development and Technological Innovation of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available
14	Alexey Igorevich Pavlov	RF	Director of Treasury Department of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available
15	Natalia Vladimirovna Paramonova	RF	Director of Economics Department of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available
16	Larisa Anatolievna Romanovskaya	RF	Top Advisor of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available
17	Maxim Mikhailovich Saukh	RF	Head of Corporate Relations Office of Corporate Governance Department of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available
18	Makar Andreevich Timofeev	RF	Director of Service Sales Department of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available
19	Dmitry Alexandrovich Chevkin	RF	Deputy Director of HR Department of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

Assessment of Candidate Members to the Board of Directors of IDGC of Centre, PJSC, prepared by the Personnel and Remuneration Committee of the Board of Directors of IDGC of Centre, PJSC



Interregional Distribution Grid Company of Centre,
Public Joint-Stock Company
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Tel.: +7 (495) 747-92-92, Fax: +7 (495) 747-92-95,
Power Engineers' Direct Line: 8-800-50-50-115,
Trust Line: +7 (495) 747-92-99,
e-mail: posta@mrsk-1.ru, www.mrsk-1.ru

**Preliminary Assessment of Candidate Members
to the Board of Directors of IDGC of Centre, PJSC**

**EXTRACT FROM MINUTES
of meeting of the Personnel and Remuneration Committee
of the Board of Directors of IDGC of Centre, PJSC
(in the form of absent voting)**

«22» March 2019 Moscow No. 03/19

Form of the meeting: absent voting.

Total number of members of the Personnel and Remuneration Committee: 5 persons.

Participants of the voting: A.V. Rakov, M.M. Saukh, A.I. Pavlov, R.A. Filkin, A.V. Shevchuk.

Members who did not provide questionnaires: none.

The quorum is present

Date of the minutes: 22.03.2019.

Item 1. On preliminary assessment of nominations to the Board of Directors of IDGC of Centre, PJSC.

Decision:

1. To approve and submit to the Board of Directors of the Company the results of preliminary assessment of nominations to the Board of Directors of IDGC of Centre, PJSC in accordance with Appendix # 1 to this decision of the Personnel and Remuneration Committee.

2. To recommend to the Board of Directors of the Company to include the results of preliminary assessment of nominations to the Board of Directors of IDGC of Centre, PJSC, conducted by the Personnel and Remuneration Committee, into the list of materials to be provided to persons entitled to participate in the Annual General Meeting of Shareholders of the Company.

Decision is taken.

Appendix:

The results of preliminary assessment of nominations to the Board of Directors of IDGC of Centre, PJSC (Appendix # 1).

Minutes signed by:

Chairperson of the Personnel and Remuneration Committee
of the Board of Directors

A.V. Rakov

Secretary of the Personnel and Remuneration Committee
of the Board of Directors

S.V. Lapinskaya

Extract is correct:

Secretary of the Personnel and Remuneration
of the Board of Directors of IDGC of Centre, PJSC
22.03.2019.

S.V. Lapinskaya

The preliminary Assessment of Candidate Members to the Board of Directors of IDGC of Centre, PJSC shall be submitted as materials to the Annual General Meeting of Shareholders in accordance with clause 4.5. of the Regulation on the General Meeting of Shareholders of IDGC of Centre, PJSC (hereinafter referred to as the Regulation on the General Meeting of Shareholders), according to which along with other information materials on the agenda of the General Meeting of Shareholders of the Company information should be available on candidates to the Board of Directors of the Company for familiarization to all shareholders of the Company.

In accordance with clause 4.6 of the Regulation on the General Meeting of Shareholders "the executive bodies of the Company in the period prior to the General Meeting of Shareholders shall implement the Company's information policy in such a way that it is directed to election to the Company's Board of Directors of candidates meeting the requirements of regulatory bodies and trading authorities on the securities market of the Russian Federation".

The Listing Rules of PJSC "Moscow Exchange" require that members of the Board of Directors meet the requirements set forth in Appendix 4 to the Listing Rules of PJSC "Moscow Exchange".

At the same time, it is recommended to select candidates to the Board of Directors from among specialists competent in a range of issues covering both the main sphere of the Company's activities and individual industries and regions in which the Company operates.

Thus, the Personnel and Remuneration Committee analyzed and evaluated the candidates nominated to the Board of Directors of the Company regarding the recommendations shown to the members of the Board of Directors of IDGC of Centre, PJSC by the Listing Rules, admission to placement and circulation of securities at PJSC "Moscow Exchange".

In accordance with clauses 1, 3, 4 of Article 53 of the Federal Law "On Joint-Stock Companies" of December 26, 1995 No. 208-FZ, clause 13.1 of Article 13 of the Company's Articles of Association, not later than 60 (Sixty) days after the end of the fiscal year (no later than 01.03.2019) 19 candidates to the Board of Directors of the Company were nominated from the shareholders (shareholder) of the Company who collectively own at least 2 (Two) percent of the Company's voting shares.

By the decision of the Board of Directors of the Company of 06.03.2019 (Minutes # 07/19), all 19 candidates were included in the list of candidates for voting for election to the Board of Directors of the Company.

The preliminary evaluation of the candidates is based on the available personal data of the current members of the Board of Directors, on the data submitted by the shareholders of the Company, who nominated these candidates for election to the Board of Directors of the Company, and on data submitted by candidates in accordance with the additional request of the Corporate Secretary of the Company.

In the opinion of the Personnel and Remuneration Committee, an analysis of the composition of candidates to the Board of Directors of the Company allows to conclude that:

1) submission by all candidates for election of the written consent evidences the openness of procedures for nominating and electing candidates to the Board of Directors, the willingness (if elected) to exercise the rights and perform the duties of a member of the Board of Directors, to act in the interests of the Company, exercise their rights and fulfill their obligations in respect to the Company honestly and reasonably, in accordance with applicable law, the Articles of Association and internal documents of the Company;

2) candidates for the Board of Directors are recognized experts in the field of electricity, finance, law, strategic management, audit, risk management, HR management, corporate governance, production modernization, innovation and investment in various areas, which will directly contribute to the effective operation of the entire Board of Directors in the interests of the Company and its shareholders;

3) personal characteristics of candidates for the Board of Directors, including experience in the boards of directors or at senior positions of other joint-stock companies, whose shares are included in the quotation lists of organized trading platforms (exchanges), including in international companies, will positively influence the effectiveness of the work of the Council directors, including the ability to work in a team, accessibility for communication, the ability to defend one's views, skills to reckon with opinions of others;

4) candidates for the Board of Directors are represented by different groups of shareholders of the Company, which will provide:

- balance of interests - taking into account interests and viewpoints of different groups of shareholders;
- objective and independent judgment when making decisions;
- comprehensive and thorough discussion, elaboration and adoption of effective decisions on all issues within the competence of the Board of Directors.

5) the lists of candidates for the Board of Directors include fewer than one-fourth of the candidates who are employees of the Company (namely, out of 19 - 1).

5) based on the requirements for the independence of a member of the Board of Directors as provided for by the Listing Rules of PJSC "Moscow Exchange" and the Corporate Governance Code of the Bank of Russia, an analysis was carried out according to which (at the time of the assessment) out of 19 candidates:

• 4 candidates (Dronova T.P., Zarkhin V.Y., Krashakov A.Y., Krupenina A.I.) fully meet all the criteria of independence;

• 5 candidates (Varvarin A.V., Golovtsov A.V., Morozov A.V., Shevchuk A.V., Chebotarev S.V.) are dependent, but taking into account the fact that the connection with the Company, with a significant shareholder of the Company, with a significant counterparty of the Company, is of a formal nature and will not affect the independence in forming a position on the agenda of the Board of Directors, on their ability to make objective and diligent judgments, independent of the influence of the Company's executive bodies, certain groups of shareholders, competitors and counterparties of the Company - the Personnel and Remuneration Committee recommends the Board of Directors of IDGC of Centre, PJSC to recognize the above candidates as independent directors in case of their election at the Annual General Meeting of Shareholders in 2019 following the results of 2018;

• 7 candidates (Kazakov A.I., Makovsky I.V., Olkhovich E.A., Pavlov A.I., Paramonova N.V., Romanovskaya L.A., Saukh M.M.) are dependent - related to the Company and with the substantial shareholder of the Company;

• 3 candidates (Logatkin A.V., Timofeyev M.A., Chevkin D.A.) are dependent - related to the substantial shareholder of the Company;

The Personnel and Remuneration Committee draws attention to the fact that following the results of the Annual General Meeting of Shareholders of the Company, the situation with the results of the assessment may change. Thus, the elected member of the Board of Directors will cease to appear or vice versa will be recognized as independent for one reason or another, such as: the regulator or the Exchange will change the requirements for the conditions of independence, the member of the Board of Directors will be elected or cease his or her participation in controlled entities of the person, who controls the Company and/or in legal entities controlled by the substantial shareholder of the Company or a person controlling the substantial shareholder of the Company, etc.

At the same time, the Personnel and Remuneration Committee notes that the Board of Directors of the Company may, in exceptional cases, recognize the independence of a member of the Board of Directors despite having formal criteria of relation to the Company, the substantial shareholder of the Company, a material counterparty or competitor of the Company established in the criteria for determining independence of members of the Board of Directors in the event that such a relationship does not affect the ability of the respective member of the Board of Directors to make independent, objective and conscientious judgments.

The Personnel and Remuneration Committee recommends:

1. To include the results of the evaluation of the candidates to the Board of Directors of IDGC of Centre, PJSC, conducted by the Personnel and Remuneration Committee, into the list of materials provided to persons entitled to participate in the Annual General Meeting of Shareholders of the Company in 2019;

2. Following the results of the election in 2019 of a new Board of Directors at the Annual General Meeting of Shareholders, to take into account the recommendations set out in this decision when determining the status of an independent member of the Board of Directors of IDGC of Centre, PJSC;

3. The Company to comply with the requirements of the Listing Rules of PJSC "Moscow Exchange" and the Corporate Governance Code to vote at the Annual General Meeting of Shareholders of IDGC of Centre, PJSC based on the results of 2018 on the item of electing members of the Board of Directors of the Company in such a way as to ensure the balance of the Board of Directors in terms of experience and professional qualifications, and also electing to the Board of Directors at least two candidates who meet the requirements of independence.

Chairperson of the Personnel and Remuneration Committee

Rakov A.V.



ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

Assessment of Candidate Members to the Board of Directors of IDGC of Centre, PJSC, prepared by the Personnel and Remuneration Committee of the Board of Directors of IDGC of Centre, PJSC

№	Full name of the Candidate Member	Status		
		Independent	Executive	Non-executive
1	Tatiana Petrovna Dronova	Yes	No	Yes
2	Alexander Viktorovich Golovtsov	Yes* (with the explanations)	No	Yes
3	Vitaly Yuryevich Zarkhin	Yes	No	Yes
4	Andrey Vladimirovich Morozov	Yes* (with the explanations)	No	Yes
5	Alexander Viktorovich Shevchuk	Yes* (with the explanations)	No	Yes
6	Alexey Yuryevich Krashakov	Yes	No	Yes
7	Sergey Vladimirovich Chebotarev	Yes* (with the explanations)	No	Yes
8	Anastasiya Igorevna Krupenina	Yes	No	Yes
9	Alexander Viktorovich Varvarin	Yes* (with the explanations)	No	Yes
10	Alexander Ivanovich Kazakov	No	No	Yes
11	Andrey Vyacheslavovich Logatkin	No	No	Yes
12	Igor Vladimirovich Makovskiy	No	Yes	No
13	Evgeny Alexandrovich Olkhovich	No	No	Yes
14	Alexey Igorevich Pavlov	No	No	Yes
15	Natalia Vladimirovna Paramonova	No	No	Yes
16	Larisa Anatolievna Romanovskaya	No	No	Yes
17	Maxim Mikhailovich Saukh	No	No	Yes
18	Makar Andreevich Timofeev	No	No	Yes
19	Dmitry Alexandrovich Chevkin	No	No	Yes

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

1. Tatiana Petrovna Dronova (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1954	25.06.2015	2001, Financial Academy under the Russian Federation Government Faculty: Finance and credit Qualification: Economist	2008 – till current- Deputy General Director for Strategy and Development of ZAO "Investment Holding "Energy Alliance" 05.2009 - till current- General Director of LLC Electrosentronaladka-Service 06.2009 - till current- General Director of LLC «Energ-12» 05.2009 – 05.2016 – First Deputy General Director for Economy and Finance of JSC Electrosentronaladka	Chair of the Board of Directors: JSC "Bank Agroros" Member of the Board of Directors: - JSC Electrosentronaladka - JSC "Saratov Airlines" / Nominated for election to the Boards of Directors of: - JSC "Bank Agroros" - JSC Electrosentronaladka - JSC "Saratov Airlines" - IDGC of Center and Volga Region

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1. Tatiana Petrovna Dronova (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Complies	
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	T.P. Dronova held the position of a member of the Board of Directors of the Company for a total of less than 7 years in the following periods: - From 25.06.2015 to 08.06.2017 - From 08.06.2017 to 31.05.2019
CONCLUSION		Is not a person related to the Company		

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1. Tatiana Petrovna Dronova (compliance with the criteria of independence). Part 2-4

	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Complies	
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Complies	
CONCLUSION		Is not a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		
№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

2. Alexander Viktorovich Golovtsov (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1973	Previously not elected	<p>1996, State Technical University named after D.F. Ustinov, Specialty: Electrical Engineer Qualification: Automated Control Systems</p>	05.2005 – 01.2019 - Head of the Analytical Research Department of JSC "URALSIB" Management Company"	<p>Member of the Board of Directors: - Association of Institutional Investors - IDGC of Volga</p> <p>/</p> <p>Nominated for election to the Boards of Directors of: - IDGC of Center and Volga Region - IDGC of South - IDGC of Volga - IDGC of North-West</p>



2. Alexander Viktorovich Golovtsov (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Does not comply on formal grounds*	At the time of the evaluation A.V. Golovtsov is a member of the Board of Directors of an organization controlled by PJSC Rosseti (IDGC of Volga). Considering that A.V. Golovtsov was nominated as a candidate to the Board of Directors of IDGC of Centre, PJSC by a non-controlling shareholder of the Company, and also that A.V. Golovtsov is an independent member of the Board of Directors of IDGC of Volga and is an active representative of minority shareholders, the Personnel and Remuneration Committee does not recognize this candidate as a person associated with the Company. Guided by Articles 109-110 of the Corporate Governance Code of the Bank of Russia and clause 2 of Section 2.19 of Appendix 2, Appendix 4.1 to the Rules the Personnel and Remuneration Committee recommends to the Board of Directors of IDGC of Centre, PJSC to recognize the said candidate as an independent director (in case of his election at the Annual General Meeting of Shareholders in 2019 following the results of 2019)
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		*Is not a person related to the Company, taking into account the explanation of this section		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

2. Alexander Viktorovich Golovtsov (compliance with the criteria of independence). Part 2-4

	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Complies	
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Complies	
CONCLUSION		Is not a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		
№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

3. Vitaly Yuryevich Zarkhin (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1980	Previously not elected	2000, State University - Higher School of Economics 2000 - Master of Management, 1998 - Bachelor of Economics	05.2011 – 03.2019 - Managing Director Bank GPB (JSC)	Member of the Board of Directors of Kuzbasskaya Toplivnaya Company ("KTK") / Nominated for election to the Boards of Directors of: - "KTK" - GAZ - IDGC of Center and Volga Region - IDGC of North-West - Enel Russia - IDGC of South



ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

3. Vitaly Yuryevich Zarkhin (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Complies	
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION	Is not a person related to the Company			

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

3. Vitaly Yuryevich Zarkhin (compliance with the criteria of independence). Part 2-4

	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Complies	
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Complies	
CONCLUSION		Is not a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		
№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

4. Andrey Vladimirovich Morozov (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1978	Was not elected	2000, Russian Law Academy of the Ministry of Justice of the Russian Federation Specialization: Jurisprudence Faculty: Law 2016, Harvard Law School Specialization: Master of Laws (LLM), corporate governance Faculty: Law	09.2017 – till current - Legal Director of Association of Institutional Investors 09.2003 – 08.2015 – Head of Legal Department of Moscow Representative Office of NCH Advisors, Inc. (USA)	Member of the Board of Directors: - IDGC of South - IDGC of Center and Volga Region / Nominated for election to the Boards of Directors of: - IDGC of South - IDGC of Center and Volga Region - IDGC of North-West - IDGC of South - Enel Russia



4. Andrey Vladimirovich Morozov (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Does not comply on formal grounds*	<p>At the time of the evaluation A.V. Morozov is a member of the Board of Directors of organizations controlled by PJSC Rosseti (IDGC of South, IDGC of Center and Volga Region). Considering that A.V. Morozov was nominated as a candidate to the Board of Directors of IDGC of Centre, PJSC by a non-controlling shareholder of the Company, and also that A.V. Morozov is recognized as an independent member of the Board of Directors of IDGC of Volga and IDGC of Center and Volga Region, and occupying the main position in a non-profit organization of Association of Institutional Investors, has the necessary professional competences in the field of protecting the rights and legitimate interests of shareholders and investors, a generally recognized reputation, testifying to his ability to independently form an independent position, is an active representative of minority shareholders, the Personnel and Remuneration Committee does not recognize this candidate as a person associated with the Company.</p> <p>Guided by Articles 109-110 of the Corporate Governance Code of the Bank of Russia and clause 2 of Section 2.19 of Appendix 2, Appendix 4.1 to the Rules the Personnel and Remuneration Committee recommends to the Board of Directors of IDGC of Centre, PJSC to recognize the said candidate as an independent director (in case of his election at the Annual General Meeting of Shareholders in 2019 following the results of 2019).</p>
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION	*Is not a person related to the Company, taking into account the explanation of this section			

4. Andrey Vladimirovich Morozov (compliance with the criteria of independence). Part 2-4

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Complies	
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Complies	
CONCLUSION		Is not a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		
№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

5. Alexander Viktorovich Shevchuk (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1983	17.06.2011	Higher 2005, Financial Academy under the Russian Federation Government Faculty: Finance and credit Qualification: Economist	2014 – till current - Executive Director of Association of Institutional Investors	Member of the Board of Directors: - IDGC of Centre, PJSC - IDGC of Urals - IDGC of Center and Volga Region - IDGC of North-West - PJSC OGC-2 - Detsky Mir / Nominated for election to the Boards of Directors of: - IDGC of Center and Volga Region - IDGC of North-West - IDGC of Urals - Detsky Mir



5. Alexander Viktorovich Shevchuk (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Does not comply on formal grounds*	At the time of the evaluation A.V. Shevchuk is a member of the Board of Directors of organizations controlled by PJSC Rosseti (IDGC of Center and Volga Region, IDGC of Urals, IDGC of North-West). Considering that A.V. Shevchuk was nominated as a candidate to the Board of Directors of IDGC of Centre, PJSC by a non-controlling shareholder of the Company, and also that A.V. Morozov is recognized as an independent member of the Board of Directors of IDGC of Volga and IDGC of Centre and Volga Region, and occupying the main position in a non-profit organization of Association of Institutional Investors, has the necessary professional competences in the field of protecting the rights and legitimate interests of shareholders and investors, a generally recognized reputation, testifying to his ability to independently form an independent position, A.V. Shevchuk is an active representative of minority shareholders, the Personnel and Remuneration Committee does not recognize this candidate as a person associated with the Company. Guided by Articles 109-110 of the Corporate Governance Code of the Bank of Russia and clause 2 of Section 2.19 of Appendix 2, Appendix 4.1 to the Rules, and also the fact that 31.10.2019 (Minutes # 36/18) by this criterion A.V. Shevchuk was already recognized as an independent member of the Board of Directors of IDGC of Centre, PJSC the Personnel and Remuneration Committee recommends to the Board of Directors of IDGC of Centre, PJSC to recognize the said candidate as an independent director (in case of his election at the Annual General Meeting of Shareholders in 2019 following the results of 2019).
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Does not comply on formal grounds*	The total period of membership in the Board of Directors is more than 7 years. Considering that the long period of work of A.V. Shevchuk in the Board of Directors of IDGC of Centre is his advantage and having studied various aspects of the Company's activities, having acquired the necessary professional competences in the field of the electric power industry and extensive knowledge of the Company's business, detailed knowledge of the specifics of the Company's business processes, allow A.V. Shevchuk to make fair judgments on the substance of issues considered by the Board of Directors and Committees of the Board of Directors of the Company, the Personnel and Remuneration Committee does not recognize this candidate as a person associated with the Company. Guided by Articles 109-110 of the Corporate Governance Code of the Bank of Russia and clause 2 of Section 2.19 of Appendix 2, Appendix 4.1 to the Rules, and also the fact that 31.10.2019 (Minutes # 36/18) by this criterion A.V. Shevchuk was already recognized as an independent member of the Board of Directors of IDGC of Centre, PJSC, the Personnel and Remuneration Committee recommends to the Board of Directors of IDGC of Centre, PJSC to recognize the said candidate as an independent director despite having formal criteria for relation (in case of his election at the Annual General Meeting of Shareholders in 2019 following the results of 2019).
CONCLUSION		*Is not a person related to the Company, taking into account the explanation of this section		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

5. Alexander Viktorovich Shevchuk (compliance with the criteria of independence). Part 2-3

No	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Complies	
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Does not comply on formal grounds*	At the time of the evaluation A.V. Shevchuk is a member of the Board of Directors in more than two legal entities under the control of the Company's significant shareholder (PJSC Rosseti), as well as being under indirect control of the Russian Federation - the entity controlling the significant shareholder of the Company (IDGC of Centre, IDGC of Center and Volga Region, IDGC of Urals, IDGC of North-West, OGC-2). Guided by Articles 109-110 of the Corporate Governance Code of the Bank of Russia and clause 2 of Section 2.19 of Appendix 2, Appendix 4.1 to the Rules, and also the fact that 31.10.2019 (Minutes # 36/18) by this criterion A.V. Shevchuk was already recognized as an independent member of the Board of Directors of IDGC of Centre, PJSC, the Personnel and Remuneration Committee does not recognize this candidate as a person associated with the significant shareholder of the Company and recommends to the Board of Directors of IDGC of Centre, PJSC to recognize the said candidate as an independent director despite having formal criteria for relation (in case of his election at the Annual General Meeting of Shareholders in 2019 following the results of 2019).
CONCLUSION		*Is not a person related to a substantial shareholder of the Company, taking into account the explanation of this section		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Does not comply on formal grounds*	At the time of the evaluation A.V. Shevchuk is a member of the Board of Directors of IDGC of Center and Volga Region, which is the controlling entity of a significant counterparty of the Company - IEC "Energy-Efficient Technologies", the amount of fulfilled obligations of which to IDGC of Centre exceeds 2% of the book value of assets and 2% of revenue (income) of JSC IEC "Energoefficient Technologies" for 2019. Considering the fact that IEC "Energoefficient Technologies" provides the Company with services to conduct mandatory energy audits required by Federal Law No. 261-FZ dated November 23, 2009 "On Energy Saving and Energy Efficiency Improvement and on Amendments to Certain Legislative Acts of the Russian Federation", on market conditions (IEC "Energoefficient Technologies" was recognized as the winner of the tender (Minutes # 0521-IA-17-2 dated November 27, 2017), which suggests that IEC "Energoefficient Technologies" has no influence and cannot influence decisions made by IDGC of Centre, the influence of IEC "Energoefficient Technologies" on the financial and economic activities of IDGC of Centre is limited only by the scope of the agreement, and also that when making a decision on consent to the Company's transactions with JSC "IEC "Energoefficient Technologies" as a related party transaction, A.V. Shevchuk abstained from voting, the Personnel and Remuneration Committee does not recognize this candidate as a person associated with the significant counterparty of the Company. Guided by Articles 109-110 of the Corporate Governance Code of the Bank of Russia and clause 2 of Section 2.19 of Appendix 2, Appendix 4.1 to the Rules, and also the fact that 31.10.2019 (Minutes # 36/18) by this criterion A.V. Shevchuk was already recognized as an independent member of the Board of Directors of IDGC of Centre, PJSC, the Personnel and Remuneration Committee recommends to the Board of Directors of IDGC of Centre, PJSC to recognize the said candidate as an independent director despite having formal criteria for relation (in case of his election at the Annual General Meeting of Shareholders in 2019 following the results of 2019).
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		*Is not a person related to a material counterparty or competitor of the Company, taking into account the explanation of this section		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

5. Alexander Viktorovich Shevchuk (compliance with the criteria of independence). Part 4

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

6. Alexey Yuryevich Krashakov (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1980	Was not elected	2003, Moscow Power Engineering Institute (Technical University), Faculty: Heat power engineering Specialization: Automation of technological processes and productions 2012, National Research University of Higher School of Economics Faculty: Master of Business Administration (MBA) Specialization: Investment Management	04.2016 – till current - Director of Investment Department of Joint-Stock Company Commercial Bank "Solidarnost" 2014 – 2016 - General Director of LLC "AD Capital" 12.2015-04.2016 - Adviser to Chairman of the Management Board of Joint-Stock Company Commercial Bank "Solidarnost"	Does not hold / Was not nominated

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

6. Alexey Yuryevich Krashakov (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Complies	
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		Is not a person related to the Company		

6. Alexey Yuryevich Krashakov (compliance with the criteria of independence). Part 2-4

No	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Complies	
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Complies	
CONCLUSION		Is not a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		

No	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

7. Sergey Vladimirovich Chebotarev (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1980	Was not elected	2002, Lipetsk State Technical University Specialization: Applied Mathematics Qualification: Engineer-Mathematician 2004, Candidate of Engineering Sciences Specialization: Automation and management of technological processes and production (industry)	01.2016 – till current - Vice-President for Power Engineering of NLMK 11.2013 - 01.2016 - Director for Energy Efficiency and Energy Markets of NLMK	Member of the Board of Directors: - Lipetsk Power Retail Company, OJSC - JSC Gazprom Gas Distribution Lipetsk Member of the Supervisory Board of Non-commercial partnership "Community of energy consumers" / Was nominated to election to the Board of Directors of: - Lipetsk Power Retail Company, OJSC - JSC Gazprom Gas Distribution Lipetsk - Supervisory Board of Non-commercial partnership "Community of energy consumers"

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

7. Sergey Vladimirovich Chebotarev (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Complies	
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		Is not a person related to the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

7. Sergey Vladimirovich Chebotarev (compliance with the criteria of independence). Part 2-3

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Complies	
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Complies	
CONCLUSION		Is not a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Does not comply on formal grounds*	<p>S.V. Chebotarev is an employee of a material counterparty of the Company - Vice-President for Power Engineering of NLMK.</p> <p>S.V. Chebotarev holds a position in a management body of a material counterparty of the Company - Lipetsk Power Retail Company, OJSC.</p> <p>Considering that IDGC of Centre has contractual relations with NLMK and Lipetsk Power Retail Company on market terms, and accordingly S.V. Chebotarev does not influence and cannot influence decisions made by IDGC of Centre, on financial and economic activity and financial results of IDGC of Centre, the Personnel and Remuneration Committee does not recognize this candidate as a person related to the Company's significant counterparty.</p> <p>Guided by Articles 109-110 of the Corporate Governance Code of the Bank of Russia and clause 2 of Section 2.19 of Appendix 2, Appendix 4.1 to the Rules the Personnel and Remuneration Committee recommends to the Board of Directors of IDGC of Centre, PJSC to recognize the said candidate as an independent director despite having formal criteria for relation (in case of his election at the Annual General Meeting of Shareholders in 2019 following the results of 2019).</p>
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		*Is not a person related to a material counterparty or competitor of the Company, taking into account the explanation of this section		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

7. Sergey Vladimirovich Chebotarev (compliance with the criteria of independence). Part 4

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

8. Anastasiya Igorevna Krupenina (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1985	Was not elected	2007, Tver State University Specialization: : Finance and credit Qualification: Economist	06.2019 - till current- Director of Strategy and Investments, Pyat Plus LLC 07.2017 – 02.2019 - Head of Securities Office of JSC "GUTA-BANK" 10.2012 – 07.2017 - Economist of the 1st category of Dealer Operations Section of Securities Office of JSC "GUTA-BANK"	Does not hold / Was nominated to election to the Board of Directors of: - IDGC of Center and Volga Region - IDGC of North-West

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

8. Anastasiya Igorevna Krupenina (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Complies	
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		Is not a person related to the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

8. Anastasiya Igorevna Krupenina (compliance with the criteria of independence). Part 2-4

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Complies	
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Complies	
CONCLUSION		Is not a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		
№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipality	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

9. Alexander Viktorovich Varvarin (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1975	31.05.2019	1998, Institute of International Law and Economics named after A.S. Griboedov (Moscow), Specialization: Jurisprudence Qualification: Lawyer	01.2006 – till current - General Director, Member of the Board of NP "Centre for Development of Corporate Relations and Resolution of Economic Disputes" 08.2005 – till current – Vice-President - Managing Director for Corporate Relations and Legal Support of Russian Union of Industrialists and Entrepreneurs	Member of the Board of Directors: - Kubanenergo - NP "Institute of Internal Auditors" - IDGC of Centre, PJSC Chairman of the Board of the Association "Interregional Self-Regulating Organization of Professional Arbitration Managers" / Was nominated to election to the Board of Directors of Kubanenergo

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

9. Alexander Viktorovich Varvarin (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Does not comply on formal grounds*	At the time of the evaluation A.V. Varvarin is a member of the Board of Directors of organizations controlled by PJSC Rosseti (Kubanenergo, IDGC of Centre). Guided by Articles 109-110 of the Corporate Governance Code of the Bank of Russia and clause 2 of Section 2.19 of Appendix 2, Appendix 4.1 to the Rules, and also the fact that 29.06.2019 (Minutes # 21/18) by this criterion A.V. Varvarin was already recognized as an independent member of the Board of Directors of IDGC of Centre, PJSC, the Personnel and Remuneration Committee does not recognize this candidate as a person associated with the Company and recommends to the Board of Directors of IDGC of Centre, PJSC to recognize this candidate as an independent director despite having formal criteria of relation (in case of his election at the Annual General Meeting of Shareholders in 2019 following the results of 2019).
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		*Is not a person related to the Company, taking into account the explanation of this section		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

9. Alexander Viktorovich Varvarin (compliance with the criteria of independence). Part 2-4

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Complies	
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Complies	
CONCLUSION		Is not a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

10. Alexander Ivanovich Kazakov (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1948	31.05.2019	1971, Moscow Engineering and Economic Institute named after S. Ordzhonikidze Specialization: Engineer-Economist	02.2011 – till current - Chairman of the Board of Directors of JSC "DVEUK", professional director	Chair of the Board of Directors: - JSC "DVEUK" - IDGC of Centre, PJSC - IDGC of Center and Volga Region / Was nominated to election to the Board of Directors of IDGC of Center and Volga Region

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

10. Alexander Ivanovich Kazakov (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Does not comply	At the time of the evaluation A.I. Kazakov is a member of the Board of Directors of organizations controlled by PJSC Rosseti (IDGC of Center and Volga Region, IDGC of Centre).
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		Is a person related to the Company		

10. Alexander Ivanovich Kazakov (compliance with the criteria of independence). Part 2-4

No	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Complies	
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Does not comply	At the time of the evaluation A.I. Kazakov is a member of the Board of Directors in more than two legal entities under the control of the Company's significant shareholder (PJSC Rosseti), as well as being under indirect control of the Russian Federation - the entity controlling the significant shareholder of the Company (IDGC of Centre, IDGC of Center and Volga Region, DVEUK).
CONCLUSION		Is a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		

No	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

11. Andrey Vyacheslavovich Logatkin (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1979	Was not elected	2004, Università commerciale Luigi Bocconi, Milan (Italy) Specialty: Economics and enterprise management (by branches) Qualification: Economist - Manager	09.2019 - till current - Director of the International Cooperation Department, Project Manager, Acting Director of the Department for Work with Equipment Manufacturers of PJSC Rosseti 07.2015 - 07.2019 – President's Advisor of LLC Artpol Holding 08.2016 - 09.2019 - General Director of LLC Artpol Anapa Hills 02.2015 – 10.2015 - Deputy General Director for Organization of International Cooperation of OJSC "NIIC IDGC"	Does not hold / Nominated for election to the Boards of Directors of: - Zarubezhenergostroy JSC - ENIN

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

11. Andrey Vyacheslavovich Logatkin (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Complies	
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		Is not a person related to the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

11. Andrey Vyacheslavovich Logatkin (compliance with the criteria of independence). Part 2-3

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Does not comply	At the time of the evaluation A.V. Logatkin is an employee of a significant shareholder (PJSC Rosseti).
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Does not comply	Since 2019 A.V. Logatkin has held a position in PJSC Rosseti. PJSC Rosseti is a significant shareholder of the Company. Accordingly, A.V. Logatkin during the past year received other payments that are not related to the remuneration and (or) reimbursement of expenses for the performance of the duties of a member of the Board of Directors, from a substantial shareholder of the Company (PJSC Rosseti), in the amount exceeding half of the annual fixed remuneration of a member of the Board Directors of the Company.
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Complies	
CONCLUSION		Is a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

11. Andrey Vyacheslavovich Logatkin (compliance with the criteria of independence). Part 4

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

12. Igor Vladimirovich Makovskiy (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1972	Was not elected	1993, Almaty Higher Border Command School named after F.E. Dzerzhinsky, Specialty: Command, tactical Qualification: Border Troops Officer 2000, Kaliningrad State University Specialty: Jurisprudence Qualification: Lawyer 2004 - State Educational Institution of Higher Professional Education "North-West Academy of Public Service", retraining under the program "State and municipal management"	09.2019 - till current - General Director, Chairman of the Management Board of IDGC of Centre, PJSC 09.2019 - till current - Chairman of the Management Board of IDGC of Center and Volga Region, PJSC 08.2012 – 09.2019 – Acting General Director, General Director of JSC "Yantarenergo"	Chair of the Board of Directors: - JSC "Yantarenergo" - OJSC "Kaliningrad Generating Company" - OJSC "Yantarenergoservice" - OJSC "Yantarenergosbyt" / Was nominated to election to the Board of Directors of IDGC of Center and Volga Region, PJSC

12. Igor Vladimirovich Makovskiy (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Does not comply	For the last 3 years I.V. Makovskiy was and is General Director / Chairman of the Management Board of IDGC of Centre, PJSC, JSC “Yantarenergo”, Chairman of the Management Board of IDGC of Center and Volga Region, PJSC.
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Does not comply	At the time of the evaluation I.V. Makovskiy is a member of the Board of Directors of organizations controlled by PJSC Rosseti (JSC “Yantarenergo”, OJSC “Kaliningrad Generating Company”, OJSC “Yantarenergoservice”, OJSC “Yantarenergosbyt”).
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Does not comply	For the last 3 years I.V. Makovskiy received remuneration for performing work as General Director / Chairman of the Management Board of IDGC of Centre, PJSC, JSC “Yantarenergo”, the amount of which exceeded half of the value of the annual fixed remuneration of a member of the Company’s Board of Directors.
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity’s Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		Is a person related to the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

12. Igor Vladimirovich Makovskiy (compliance with the criteria of independence). Part 2-3

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Does not comply	At the time of the evaluation I.V. Makovskiy is an employee of IDGC of Centre, PJSC, which is a member of the group of organizations that includes a significant shareholder (PJSC Rosseti).
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Does not comply	Since 2012 I.V. Makovskiy has held a position in JSC "Yantarengo", since 2019 in IDGC of Centre, PJSC. Accordingly, during the last three years, I.V. Makovskiy received other payments not related to remuneration and (or) reimbursement of expenses for performing the duties of a member of the Board of Directors, from legal entities from a group of organizations which includes a significant shareholder of the Company (PJSC Rosseti) in the amount exceeding half the annual fixed remuneration of a member of the Board of Directors of the Company.
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Does not comply	At the time of the evaluation I.V. Makovskiy is a member of the Board of Directors in more than two legal entities under the control of the Company's significant shareholder (PJSC Rosseti) - JSC "Yantarengo", OJSC "Kaliningrad Generating Company", OJSC "Yantarengoservice", OJSC "Yantarengosbyt".
CONCLUSION		Is a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

12. Igor Vladimirovich Makovskiy (compliance with the criteria of independence). Part 3

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

13. Evgeny Alexandrovich Olkhovich (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1982	Was not elected	2003, Plekhanov Russian Academy of Economics Specialty: Economics Faculty: Bachelor of Economics 2005, Plekhanov Russian Academy of Economics Specialty: Management Faculty: Master of Management	04.2017 – till current – Deputy Director General for Strategic Development and Technological Innovation of PJSC Rosseti 07.2013 – 03.2017 - Deputy Director of the Department of State Regulation of Tariffs, Infrastructure Reforms and Energy Efficiency of the Ministry of Economic Development of the Russian Federation	Chair of the Board of Directors of PJSC "Federal Testing Centre" Member of the Board of Directors: - Lenenergo - MOESK - Yantarenergo / Was nominated to election to the Board of Directors of MOESK

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

13. Evgeny Alexandrovich Olkhovich (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Does not comply	At the time of the evaluation E.A. Olkhovich is a member of the Board of Directors of organizations controlled by PJSC Rosseti (Lenenergo, MOESK, Yantarenergo)
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		Is not a person related to the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

13. Evgeny Alexandrovich Olkhovich (compliance with the criteria of independence). Part 2-3

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Does not comply	At the time of the evaluation E.A. Olkhovich is an employee of a significant shareholder (PJSC Rosseti).
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Does not comply	Since 2017 E.A. Olkhovich has held a position in PJSC Rosseti. PJSC Rosseti is a significant shareholder of the Company. Accordingly, during the last three years, E.A. Olkhovich received other payments not related to remuneration and (or) reimbursement of expenses for performing the duties of a member of the Board of Directors, from legal entities from a group of organizations which includes a significant shareholder of the Company (PJSC Rosseti) in the amount exceeding half the annual fixed remuneration of a member of the Board of Directors of the Company.
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Does not comply	At the time of the evaluation E.A. Olkhovich is a member of the Board of Directors in more than two legal entities under the control of the Company's significant shareholder (PJSC Rosseti) - Lenenergo, MOESK, Yantarenergo
CONCLUSION		Is a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

13. Evgeny Alexandrovich Olkhovich (compliance with the criteria of independence). Part 4

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

14. Alexey Igorevich Pavlov (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1982	08.06.2017	2004, St. Petersburg State University Specialization: Mathematical methods of operations research Qualification: Economist-Mathematician	09.2014 - till current - Head of Finance Office of Corporate Finance Department; Director of Treasury Department of PJSC Rosseti 04.2014-09.2014 - Chief Credit Analyst of ZAO Raiffeisenbank	Member of the Board of Directors: - Sevkavkazenergo - Yantarenergo - IDGC of Centre, PJSC / Was nominated to election to the Board of Directors of: - Lenenergo - Sevkavkazenergo

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

14. Alexey Igorevich Pavlov (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Does not comply	At the time of the evaluation A.I. Pavlov is a member of the Board of Directors of organizations controlled by PJSC Rosseti (Yantarenergo, IDGC of Centre, Sevkavkazenergo)
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		Is a person related to the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

14. Alexey Igorevich Pavlov (compliance with the criteria of independence). Part 2-3

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Does not comply	At the time of the evaluation A.I. Pavlov is an employee of a significant shareholder (PJSC Rosseti).
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Does not comply	Since 2014 A.I. Pavlov has held a position in PJSC Rosseti. PJSC Rosseti is a significant shareholder of the Company. Accordingly, during the last 3 years, A.I. Pavlov received other payments that are not related to the remuneration and (or) reimbursement of expenses for the performance of the duties of a member of the Board of Directors, from a substantial shareholder of the Company (PJSC Rosseti), in the amount exceeding half of the annual fixed remuneration of a member of the Board Directors of the Company.
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Does not comply	At the time of the evaluation A.I. Pavlov is a member of the Board of Directors in more than two legal entities controlled by a significant shareholder (PJSC Rosseti) – Yantarenergo, IDGC of Centre, Sevkavkazenergo.
CONCLUSION		Is a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

14. Alexey Igorevich Pavlov (compliance with the criteria of independence). Part 4

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

15. Natalia Vladimirovna Paramonova (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1970	Was not elected	1995, State Academy of Oil and Gas named after Gubkina Specialty: Process Automation Engineer 2005, Institute of Business and Politics Specialty: Accounting, analysis and audit Qualification: Economist	04.2019 - till current - Director of Economics Department, Director of Economic Planning and Budgeting Department, Head of Planning and Economic Office of Tariff Policy Department of PJSC Rosseti 08.2016 - 04.2019 - Deputy Head of Audit Section, Chief State Inspector of the Chamber of Control and Accounts of Moscow 09.2015 - 05.2017 - Deputy General Director for HR of JSC "Mosgioprotrans" 10.2012 - 04.2016 - Head of Section for Regulating Fees for Connection to Electric Grids of Moscow Regional Energy Commission	Member of the Board of Directors - Yantarenergo - NIC EES / Was nominated to election to the Board of Directors of: - PJSC "Federal Test Centre" - IDGC of Siberia



ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

15. Natalia Vladimirovna Paramonova (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Does not comply	At the time of the evaluation N.V. Paramonova is a member of the Board of Directors of organizations controlled by PJSC Rosseti (Yantarenergo, NIC EES)
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		Is a person related to the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

15. Natalia Vladimirovna Paramonova (compliance with the criteria of independence). Part 2-3

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Does not comply	At the time of the evaluation N.V. Paramonova is an employee of a significant shareholder (PJSC Rosseti).
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Does not comply	Since 2019 N.V. Paramonova has held a position in PJSC Rosseti. PJSC Rosseti is a significant shareholder of the Company. Accordingly, during the last 3 years, N.V. Paramonova received other payments that are not related to the remuneration and (or) reimbursement of expenses for the performance of the duties of a member of the Board of Directors, from a substantial shareholder of the Company (PJSC Rosseti), in the amount exceeding half of the annual fixed remuneration of a member of the Board Directors of the Company.
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Complies	
CONCLUSION		Is a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

15. Natalia Vladimirovna Paramonova (compliance with the criteria of independence). Part 4

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

16. Larisa Anatolievna Romanovskaya (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1972	31.05.2019	1995, Samara State Economic Academy Specialization: Economist Faculty: Commerce	10.2017 - till current - Advisor, Top Advisor of PJSC Rosseti 04.2014 - 10.2017- General Director of LLC "Ensol" 01.2011 - 03.2014 - General Director of LLC "Own Bread"	Member of the Board of Directors: - IDGC of Centre, PJSC - IDGC of Urals - IDGC of Center and Volga Region, PJSC - MOESK / Was nominated to election to the Board of Directors of: - MOESK - Lenenergo

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

16. Larisa Anatolievna Romanovskaya (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Does not comply	At the time of the evaluation L.A. Romanovskaya is a member of the Board of Directors of organizations controlled by PJSC Rosseti (IDGC of Centre, IDGC of Urals, IDGC of Center and Volga Region, MOESK)
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		Is a person related to the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

16. Larisa Anatolievna Romanovskaya (compliance with the criteria of independence). Part 2-3

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Does not comply	At the time of the evaluation L.A. Romanovskaya is an employee of a significant shareholder (PJSC Rosseti).
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Does not comply	Since 2016 L.A. Romanovskaya has held a position in PJSC Rosseti. PJSC Rosseti is a significant shareholder of the Company. Accordingly, during the last 3 years, L.A. Romanovskaya received other payments that are not related to the remuneration and (or) reimbursement of expenses for the performance of the duties of a member of the Board of Directors, from a substantial shareholder of the Company (PJSC Rosseti), in the amount exceeding half of the annual fixed remuneration of a member of the Board Directors of the Company.
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Does not comply	At the time of the evaluation L.A. Romanovskaya is a member of the Board of Directors in more than two legal entities controlled by a significant shareholder (PJSC Rosseti) – IDGC of Centre, IDGC of Urals, IDGC of Center and Volga Region, MOESK.
CONCLUSION		Is a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

16. Larisa Anatolievna Romanovskaya (compliance with the criteria of independence). Part 4

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

17. Maxim Mikhailovich Saukh (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1979	15.06.2012	2001, St. Petersburg Humanitarian University of Trade Unions Specialization: Lawyer	06.2013 - till current- Head of Corporate Governance Office of Corporate Governance and Interaction with Shareholders Department of PJSC «Rosseti» 2008 - 2013 - First Deputy Head of Corporate Governance and Shareholders Interaction Department, Head of Corporate Governance and Shareholders Interaction Department of IDGC Holding	Member of the Board of Directors: - IT Energy LLC - Kabbalkenergo - JSC "EESK" - IDGC of Centre, PJSC / Was nominated to election to the Board of Directors of: - IT Energy LLC - Kabbalkenergo

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

17. Maxim Mikhailovich Saukh (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Does not comply	At the time of the evaluation M.M. Saukh is a member of the Board of Directors of organizations controlled by PJSC Rosseti (IT Energy LLC, Kabbalkenergo, JSC "EESK", IDGC of Centre, PJSC)
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		Is a person related to the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

17. Maxim Mikhailovich Saukh (compliance with the criteria of independence). Part 2

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Does not comply	At the time of the evaluation M.M. Saukh is an employee of a significant shareholder (PJSC Rosseti).
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Does not comply	Since 2008 M.M. Saukh has held a position in PJSC Rosseti. PJSC Rosseti is a significant shareholder of the Company. Accordingly, during the last 3 years, M.M. Saukh received other payments that are not related to the remuneration and (or) reimbursement of expenses for the performance of the duties of a member of the Board of Directors, from a substantial shareholder of the Company (PJSC Rosseti), in the amount exceeding half of the annual fixed remuneration of a member of the Board Directors of the Company.
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Does not comply	At the time of the evaluation M.M. Saukh is a member of the Board of Directors in more than two legal entities controlled by a significant shareholder (PJSC Rosseti) - IDGC of Centre, Kabbalkenergo, IT Energy LLC, JSC "EESK".
CONCLUSION		Is a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

17. Maxim Mikhailovich Saukh (compliance with the criteria of independence). Part 3

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

18. Makar Andreevich Timofeev (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1979	Was not elected	2000, Moscow Institute of the Ministry of Internal Affairs of Russia Specialty: Jurisprudence Qualification: Lawyer 2003, Moscow Academy of State and Municipal Administration of the Russian Academy of Public Administration under the President of the Russian Federation Specialty: State and Municipal Administration	12.2019 - till current - Director of Service Sales Department of PJSC Rosseti 03.2016-10.2017 – Deputy Chairman of the Committee for Prices and Tariffs of the Moscow Region 02.2016-03.2016 – Deputy Director of Regional Energy Company LLC 11.2013 - 07.2014 – Deputy General Director for Development and Sale of Services, Advisor to General Director of IDGC of Centre, PJSC	Does not hold / Nominated for election to the Board of Directors of: - MOESK - Lenenergo - IDGC of Urals - Kabbalkenergo - Dagestan Energy Retail Company

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

18. Makar Andreevich Timofeev (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Complies	
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION		Is not a person related to the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

18. Makar Andreevich Timofeev (compliance with the criteria of independence). Part 2-3

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Does not comply	At the time of the evaluation M.A. Timofeev is an employee of a significant shareholder (PJSC Rosseti).
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Does not comply	Since 2019 M.A. Timofeev has held a position in PJSC Rosseti. PJSC Rosseti is a significant shareholder of the Company. Accordingly, during the last 3 years, M.A. Timofeev received other payments that are not related to the remuneration and (or) reimbursement of expenses for the performance of the duties of a member of the Board of Directors, from a substantial shareholder of the Company (PJSC Rosseti), in the amount exceeding half of the annual fixed remuneration of a member of the Board Directors of the Company.
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Complies	
CONCLUSION		Is a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

18. Makar Andreevich Timofeev (compliance with the criteria of independence). Part 4

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

19. Dmitry Alexandrovich Chevkin (professional experience)

Year of birth	Date of first election to the Company's Board of Directors	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)	Participation in management bodies of other organizations (at the time of nomination) / Nomination of a candidate to the Board of Directors or for election (appointment) to a position in other legal entities
1976	Was not elected	1998, Finance Academy under the Government of the Russian Federation Specialty: Finance and credit Qualification: Economist	05.2013 - till current - Deputy Director of HR Department, Director of the Personnel Policy and Organizational Development Department of PJSC Rosseti 12.2005 - 05.2013 - Head of Directorate of Control and Analytics, Head of Directorate of Analytics and Performance Management, Head of Department of HR Management and Organizational Design, Director of HR Management of JSC FGC UES	Does not hold / Was not nominated

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

19. Dmitry Alexandrovich Chevkin (compliance with the criteria of independence). Part 1

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
1	Not related to the Company, if he and (or) related persons	are not, or for the last 3 years were not members of executive bodies or employees of the Company, a controlled by the Company entity and (or) a managing entity of the Company	Complies	
		are not members of the Board of Directors of a legal entity that the Company controls, or a controlled entity or a managing organization of such a legal entity	Complies	
		for any of the last 3 years did not receive remuneration and (or) other tangible benefits from the Company and (or) its controlled companies in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Complies	
		do not own shares or a beneficiary of shares of the Company, which constitute more than 1 percent of the authorized capital or the total number of voting shares of the Company or the market value of which is 20 times more than the value of the fixed annual remuneration of a member of the Board of Directors of the Company	Complies	
		are not members of executive bodies and (or) employees of a legal entity, whose remuneration is determined (considered) by the Remuneration Committee of the Board of Directors of the legal entity, if the member of the executive bodies and (or) the employee of the Company is a member of the Remuneration Committee of the said legal entity	Complies	
		do not provide consulting services to the Company, a controlled by the Company person or controlled by the Company legal entities, or are not members of a management body and/or executive bodies of organizations providing the Company or the specified legal entities such services or employees of such organizations directly involved in the provision of such services	Complies	
		do not render or in the last 3 years did not render the Company, or controlled by the Company legal entities services of an appraiser, tax consultant, auditor, or accounting services, or for the last 3 years were not members of a management body and/or executive bodies of organizations, which rendered such services to the said legal entities, or a rating agency of the Company, or were not employees of such organizations or the rating agency directly involved in the provision of corresponding services to the Company	Complies	
		have not held the position of a member of the Board of Directors of the Company in aggregate for more than 7 years. In calculating the relevant period one should take into account the period of the membership of the director in the legal entity's Board of Directors subsequently reorganized, if now the director is elected to the board of directors of the successor	Complies	
CONCLUSION	Is not a person related to the Company			

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

19. Dmitry Alexandrovich Chevkin (compliance with the criteria of independence). Part 2-3

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
2	Not related to the substantial Shareholder of the Company, if he and (or) related persons	are not employees and (or) members of executive bodies of the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company)	Does not comply	At the time of the evaluation D.A. Chevkin is an employee of a significant shareholder (PJSC Rosseti)
		during any of the last 3 years did not receive remuneration and (or) other tangible benefits from the substantial shareholder of the Company (a legal entity of the group of companies, which includes the substantial shareholder of the Company), in excess of half the value of the base (fixed) annual remuneration of a member of the Board of Directors of the Company	Does not comply	Since 2013 D.A. Chevkin has held a position in PJSC Rosseti. PJSC Rosseti is a significant shareholder of the Company. Accordingly, during the last 3 years, D.A. Chevkin received other payments that are not related to the remuneration and (or) reimbursement of expenses for the performance of the duties of a member of the Board of Directors, from a substantial shareholder of the Company (PJSC Rosseti), in the amount exceeding half of the annual fixed remuneration of a member of the Board Directors of the Company.
		are not members of the board of directors in more than two legal entities, controlled by the substantial shareholder of the Company or a person who controls the substantial shareholder of the Company	Complies	
CONCLUSION		Is a person related to a substantial shareholder of the Company		
3	Not related to a material counterparty or competitor of the Company, if he and (or) related persons	are not employees and (or) members of a management body and/or executive bodies of a substantial counterparty or a competitor of the Company, as well as legal entities who control the substantial counterparty or competitor of the Company, or its controlled companies	Complies	
		are not owners of stocks (shares) or a beneficiary of stocks (shares) of a substantial counterparty or a competitor of the Company, which constitute more than 5 percent of the share capital or total number of voting shares (stakes)	Complies	
CONCLUSION		Is not a person related to a material counterparty or competitor of the Company		

ITEM № 3 «ON ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY»

19. Dmitry Alexandrovich Chevkin (compliance with the criteria of independence). Part 4

№	Group of criteria	Criteria of independence	Data on compliance/non-compliance with the criteria of independence	Evidence
4	Not related to the state or a municipal entity, if he	is not or was not for 1 year prior to the election to the Board of Directors of the Company a governmental or municipal employee, a person, filling posts in government agencies, an employee of the Bank of Russia	Complies	
		in a company in respect of which the decision was taken to use a special right to participate in management ("golden share"), is not a representative of the Russian Federation, of a subject of the Russian Federation or a municipality in the board of directors of such a company	Complies	
		has no obligation to vote for one or more matters within the competence of the Company's Board of Directors in accordance with a directive of the Russian Federation, of a subject of the Russian Federation or a municipal entity	Complies	
		is not or was not for 1 year prior to the election to the Board of Directors of the Company an employee, a member of the executive body of an organization, which is under control of the Russian Federation, a subject of the Russian Federation or a municipality, an employee of a state or municipal unitary enterprise or institution (except employees of state or municipal educational or research organizations that carry out teaching or research activities and are not persons designated (approved) to the position of the sole executive body or another office in a state and municipal educational or scientific organization by or with the consent of the state authorities (bodies of local self-government)), if the person is being nominated for election to the Board of Directors of the Company, in which more than 20 percent of the share capital or voting shares of the Company are under control of the Russian Federation, a subject of the Russian Federation or a municipality	Complies	
CONCLUSION		Is not a person related to the state or a municipal entity		