

APPROVED BY
the Board of Directors
of IDGC of Centre, PJSC
"22" November 2018
(Minutes No. 37/18 of "22" November 2018)

THE GUIDE
THE METHODOLOGY FOR EVALUATING THE WORK
OF THE BOARD OF DIRECTORS AND COMMITTEES
OF THE BOARD OF DIRECTORS
OF IDGC OF CENTRE, PJSC
PK BP 1/15-01/2018

Moscow, 2018

PK BP 1/15-01/2018	The Guide	P.1	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

Data on the document

Implemented	By the decision of the Board of Directors of IDGC of Centre, PJSC
Recurring inspection	Made by the Corporate Secretary
Target management subsystem	Growth and transformations
Business process of the top level	BP 1 "Corporate Governance"
Responsible for the procedure	Corporate Secretary
Version	No. 1
Modification	On the basis of changes of requirements of the legislation of the Russian Federation, organizational and executive documentation of superior organizations
Developed by	Corporate Governance and Shareholders Interaction Department
Justification of a new document revision	Introduced for the first time
Placement and storage	The original – in the Administration Office. The electronic version – Docflow System warehouse "Synergy Center" SC/ASUD, Library of internal documents

PK BP 1/15-01/2018	The Guide	P.2	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

1. Scope

1.1. This guide "The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC (hereinafter – the Methodology) defines the unified order of planning and evaluating work of the Board of Directors and committees of the Board of Directors in IDGC of Centre, PJSC (hereinafter – the Company).

1.2. The Methodology is based on the recommendations for practice of work of the Board of Directors which are contained in the international and Russian standards of the advanced practice of corporate governance including the following:

1.2.1. Principles of corporate governance of G20/OECD (2015);

1.2.2. The principles of OECD on corporate governance for companies with the state participation (2015);

1.2.3. The Code of Corporate Governance of the Bank of Russia¹ (2014);

1.3. Types of assessment.

1.3.1. Assessment of activity of the Board of Directors and Committees of the Board of Directors of the Company is carried out:

1) annually in the form of self-assessment;

2) every three years (if necessary) by an independent external organization (consultant) involved on a competitive basis.

1.3.2. In both cases assessment is carried out anonymously, and members of the Board of Directors/Committees are notified that their answers will be provided in the generalized depersonalized form without indication of the specific member of the Board of Directors/Committee as a source of comments or recommendations.

1.4. Assesseees.

1.4.1. Targets of assessment are:

1) Work of the Board of Directors in general;

2) Work of each Committee of the Board of Directors;

3) Work of the Chairman of the Board of Directors;

4) Work on ensuring activity of the Board of Directors and Committees of the Board of Directors of the Company.

1.4.2. Assesseees in each case are defined by the Company.

1.5. Assessment tools.

Depending on a type of evaluating (self-assessment/external assessment) and its targets the Company defines assessment tools which include:

1) a questionnaire of members of the Board of Directors, members of Committees of the Board of Directors;

2) analysis of the charter and internal documents of the Company;

3) analysis of materials of work of the Board of Directors and Committees of the Board of Directors (minutes of meetings, work plan and so forth);

4) holding interview with members of the Board of Directors (if necessary).

1.6. Key components of assessment.

1.6.1. Components of job evaluation of the Board of Directors can vary depending on set objectives, but in most cases, interest will be within the following aspects:

¹ Approved on 21 March 2014 by the Board of Directors of the Bank of Russia

PK BP 1/15-01/2018	The Guide	P.3	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

- 1) functional (quality of accomplishment by the Board of Directors of the functions assigned to it);
- 2) structural (structure and composition of the Board of Directors, role of the Chairman, etc.);
- 3) procedural (work planning of the Board of Directors, practice of holding meetings, information support of the Board of Directors);
- 4) infrastructure (remuneration of members of the Board of Directors, regulation of a conflict of interest, liability insurance, etc.).

1.6.2. At job evaluation of Committees of the Board of Directors the attention will be paid to quality of work of each Committee on accomplishment of special tasks assigned to it, quality of organizational, resource and information support of work of the Committee, its structure and internal work progress.

1.7. Evaluation criteria.

The generalized criteria for evaluation of the Board of Directors and Committees of the Board of Directors are:

- 1) Accomplishment of key functions by the Board of Directors in the company's management (formation and control of strategy implementation, ensuring creation and control of overall performance of an internal control system and risk management system, job evaluation of the top management, implementation of an effective system of its motivation, ensuring safeguarding of assets);
- 2) Structure and composition of the Board of Directors;
- 3) The organization of work of the Board of Directors, information support of the Board of Directors and interaction of the Board of Directors with executive bodies;
- 4) Infrastructure support of the work of the Board of Directors, including a system of motivation of members of the Board of Directors, regulation of a conflict of interest of members of the Board of Directors;
- 5) Interaction of the Board of Directors with the Committees of the Board of Directors;
- 6) Structure and practice of work of the Committees of the Board of Directors;
- 7) Work of the Chairman of the Board of Directors;

The specific list of criteria for evaluation of the Board of Directors and Committees of the Board of Directors is defined by the Company according to the approach defined at the time of assessment and also with established practices of work, needs of the Company and requirements of the legislation of the Russian Federation.

1.8. Appendices to the Methodology are the Approximate list of criteria, admissible to application at self-assessment of work of the Board of Directors and Committees of the Board of Directors (Appendix No. 1), Approximate questionnaires for self-assessment of work of the Board of Directors and Committees of the Board of Directors (Appendix No. 2), the Approximate report form about results of self-assessment with indication of results of questioning and generalized conclusions (Appendix No. 3).

1.9. The Company has the right to apply the appendices to this Methodology both completely, and partially according to the approach defined at the time of self-assessment and also taking into account established practices of work, needs of the Company and requirements of the legislation of the Russian Federation.

PK BP 1/15-01/2018	The Guide	P.4	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

2. Normative references

This guide is developed according to:

- Federal law of 25.12.1995 No. 208-FZ "About joint-stock companies";
- Federal law of 18.07.2011 No. 223-FZ "About purchases of goods, works, services by separate types of legal entities"
- The Articles of Association of IDGC of Centre, PJSC;
- The Corporate Governance Code approved by the Board of Directors of the Bank of Russia 21.03.2014, Letter of the Bank of Russia of 10.04.2014 No. 06-52/2463.
- The uniform standard of purchases of PJSC Rosseti (Regulation on purchases) approved by the decision of the Board of Directors of PJSC Rosseti

3. Evaluating procedure

3.1. Carrying out self-assessment.

3.3.1. The self-assessment of activity of the Board of Directors and Committees of the Board of Directors is carried out on an annual basis, except for a year in which assessment is carried out by an independent external organization (consultant).

3.3.2. The decision on evaluating is made by the Board of Directors. In the specified decision evaluating terms, required resources and other necessary provisions can be defined.

3.3.3. Annual holding of the detailed formalized procedure of self-assessment of activity of the Board of Directors of the Company, and also Committees of the Board of Directors of the Company, is referred to functions of the Personnel and Remuneration Committee of the Board of Directors of the Company.

3.3.4. Process of evaluating consists of the following stages:

1) Preparation of materials and collection of information:

On the basis of a decision of the Board of Directors and according to it the Corporate Secretary of the Company:

- shall prepare in the required quantity all necessary questionnaires for poll of members of the Board of Directors/Committees (with use of standard questionnaires provided in Appendix No. 2), and also summary statistical information for preparation for filling in of questionnaires (the number of meetings of the Board of Directors/Committee held in the estimated period, participation of members of the Board of Directors/Committees in meetings, a participation form, extent of accomplishment of work plans of the Board of Directors and Committees, minutes of meetings, etc.);

- officially informs each member of the Board of Directors/Committee of the Board of Directors on the evaluating fact, terms of its carrying out, within a reasonable timeframe sends to each member of the Board of Directors/Committee (by mail, the courier, e-mail or hands personally) the corresponding questionnaires for filling and summary information for preparation for filling in of questionnaires.

Questionnaires are filled in anonymously, at the same time, members of the Board of Directors/Committees express their opinion on each of provided questions and, if necessary, can make comments and recommendations. Then they send completed questionnaires to the Corporate Secretary.

2) Processing and generalization of results of questioning:

Processing of results of questioning is performed by the Corporate Secretary by means of calculation of mean values by all criteria and analysis of all received comments

PK BP 1/15-01/2018	The Guide	P.5	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

and recommendations so that it reflects all range of opinions, but without indication of authors of these comments and recommendations.

After completion of data handling the Corporate Secretary carries out analysis of materials received after processing of results of questioning and allocates:

- strengths in work of the Board of Directors and Committees of the Board of Directors;
- problem areas in work of the Board of Directors and Committees of the Board of Directors;
- the main directions demanding improvement and development.

Those criteria by which the mean value of assessment appeared lower than 3 when using a five-point rating scale are recognized as the most problem areas.

Then the Corporate Secretary prepares the Report on results of self-assessment with indication of results of questioning and generalized conclusions (with use of the Approximate report form according to Appendix No. 3).

3) Consideration of results of self-assessment.

The Report on results of self-assessment is considered at a meeting of the Personnel and Remuneration Committee of the Board of Directors of the Company at which the Committee approves the corresponding recommendations to the Board of Directors.

Following the results of consideration all materials are transferred to the Chairman of the Board of Directors of the Company for studying and making decision on an order and terms of their further review at a meeting of the Board of Directors of the Company.

3.2. Evaluation by an independent external consultant.

3.2.1. At least once every three years for carrying out independent estimation of activity of the Board of Directors and Committees under the Board of Directors the Company has the right to involve an external consultant if necessary.

3.2.2. The choice of the consultant is performed according to provisions of Federal law of 18.07.2011 No. 223-FZ "About purchases of goods, works, services by separate types of legal entities" and the Uniform standard of purchases of the Company (Regulation on purchases) approved by the decision of the Board of Directors of the Company.

3.2.3. The consultant can carry out assessment of activity of the Board of Directors and Committees of the Board of Directors with use of the Methodology which is without fail approved with Company. The tools used by the consultant will also be approved with the Company and can include:

- 1) questioning and individual interviews with members of the Board of Directors and members of the Committees of the Board of Directors;
- 2) analysis of internal documents of the Company and materials about activity of the Board of Directors and Committees of the Board of Directors.

3.3.1. Following the results of work the external consultant prepares the report about assessment of activity of the Board of Directors and Committees of the Board of Directors (hereinafter – the Report) which can include the following data on assessment:

- 1) structure and optimality of the structure of the Board of Directors and Committees of the Board of Directors;
- 2) balance of necessary competences of the Board of Directors and Committees of the Board of Directors;
- 3) compliance of members of the Board of Directors to criteria of independence;

PK BP 1/15-01/2018	The Guide	P.6	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

4) work and role of the Chairman of the Board of Directors and Chairmen of the Committees of the Board of Directors;

5) quality of accomplishment by the Board of Directors of the key functions assigned to it: strategic development, risk management, internal control and audit, motivation and assessment of activity of executive bodies, ensuring implementation and protection of shareholder rights;

6) role of the Committees of the Board of Directors in implementation of key functions of the Board of Directors, their contribution to work, a procedure of organization of work.

7) about availability/lack of key problems and weaknesses in work of the Board of Directors and Committees of the Board of Directors;

8) about advantages/shortcomings of organizational and information support of work, work planning, practice of holding internal and correspondence meetings of the Board of Directors and Committees of the Board of Directors;

9) about advantages/shortcomings and features of a level of regulation of a conflict of interest arising in the course of activity of the Board of Directors and Committees of the Board of Directors;

10) about analysis results of internal documents, materials of work of the Board of Directors, materials of work of the Committees of the Board of Directors and other documents, related to the work of the Board of Directors and Committees of the Board of Directors.

3.3. Disclosure of information on assessment.

3.3.1. Information on the carried-out work evaluation of the Board of Directors and its Committees is disclosed in the Annual Report of the Company provided to shareholders. Information on work evaluation of the Board of Directors and its Committees disclosed in the Annual Report can include the following data:

1) about the evaluating fact, about its types and terms;

2) about the procedure of selection of the external organization (in case of carrying out independent external assessment);

3) about a methodology of the carried-out assessment, including about the tools used at its carrying out;

4) about the main results of assessment and about the fact of their consideration at a meeting of the Board of Directors;

5) about positive changes in activity of the Board of Directors and Committees of the Board of Directors made by results of the previous assessment.

3.3.2. Information on some results of assessment can be recognized not subject to disclosure. The Report on results of assessment, and also questionnaires completed with each member of the Board of Directors/Committees are not disclosed by the Company.

PK BP 1/15-01/2018	The Guide	P.7	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

The approximate list of criteria, admissible to application at self-assessment of work of the Board of Directors and Committees of the Board of Directors of the Company

CRITERIA OF THE SELF-ASSESSMENT	
1. Accomplishment of key functions by the Board of Directors in the company's management	
1.1. Formation and control of strategy implementation	
1.1.1.	Consideration in the reporting period of questions connected with strategy implementation, and if necessary, entering adjustments into the strategy
1.1.2.	Consideration in the reporting period of achievement of planned KPE targets
1.1.3.	Approval in the reporting period of the annual budget, annual investment plan and other documents within strategy implementation
1.2. Ensuring creation and control over effectiveness of an internal control system and a risk management system	
1.2.1.	Consideration in the reporting period of reports of the internal auditor by results of checks containing a list of shortcomings revealed by it and recommendation about their correction
1.2.2.	Consideration of reports of the management on correction of shortcomings of an internal control system noted in reports of the internal auditor
1.2.3.	Consideration in the reporting period of a report on risk management including information on actions for management of key risks, their actual values following the results of the control period in comparison with their planned values, expediency of modification of the list of these risks
1.2.4.	Availability at the Board of Directors of a clear idea of planned and current values of key risks of activity of the Company, their interrelation with principles of internal control, methods of their management by the management and a sequence of actions of the management in case of implementation of the most important risks.
1.2.5.	Consideration of questions concerning interaction with the external auditor and his work quality evaluation.
1.3. Work evaluation of the top management, implementation of an effective system of their motivation	
1.3.1.	Carrying out annual assessment of results of work of members of executive bodies and other key managers of the Company on the basis of the approved criteria
1.3.2.	The approved criteria for evaluation of work of members of executive bodies and other key managers of the company used for their awarding in the best degree provide interrelation of their work with the current, medium-term and long-term results of activity of the Company
1.3.3.	The approved system of motivation of the top management in the best degree aims them at solution of strategic tasks and effective implementation of key projects of the Company
1.3.4.	Ensuring availability of an effective monitoring system and prevention of potential conflicts of interest at the top management level
1.3.5.	Consideration in the reporting period of a question of practice to create a personnel reserve, in particular, to occupy key positions

PK BP 1/15-01/2018	The Guide	P.8	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

1.4. Ensuring safeguarding of assets	
1.4.1.	Sufficiency of competence of the Board of Directors regarding approval of material transactions for proper control of safety of assets of the Company and protection of interests of shareholders
1.4.2.	Consideration in the reporting period of questions of implementation of purchasing policy
1.4.3.	Consideration in the reporting period of strategic questions of activity of essential controlled entities.
2. Structure and composition of the Board of Directors	
2.1.	Structure optimality by the number of members of the Board of Directors
2.2.	Balance of the Board of Directors from the point of view of a ratio of executive, non-executive, its independent members
2.3.	Balance of the Board of Directors on knowledge, experience and competences of its members
2.4.	Role of independent directors.
3. Organization of work of the Board of Directors	
3.1. Organizational, legal and information support	
3.1.1.	Information support of work of members of the Board of Directors
3.1.2.	Organizational support of work of the Board of Directors
3.1.3.	Interaction with the Chairman of the Board of Directors
3.1.4.	Ensuring interaction of members of the Board of Directors with Committees of the Board of Directors, executive bodies, structural divisions of the Company
3.1.5.	Availability of a work plan of the Board of Directors and its quality (questions, frequency and form of meetings)
3.1.6.	Level of accomplishment of the work plan of the Board of Directors
3.1.7.	Attendance of meetings by members of the Board of Directors
3.1.8.	Regularity of holding and number of meetings of the Board of Directors
3.1.9.	Quality of materials provided to members of the Board of Directors to meetings (completeness, structuring and visualization)
3.1.10.	Observance and sufficiency of terms of providing materials to members of the Board of Directors for proper preparation for meetings
3.1.11.	Regulations of holding meetings of the Board of Directors (ratio of time allowed for reports and their discussion)
3.1.12.	Creation of conditions for full participation of members of the Board of Directors in meetings of the Board of Directors
3.2. Infrastructure provision	
3.2.1.	Availability in the Company of effective tools for prevention, identification and regulation of a conflict of interest of members of the Board of Directors
3.2.2.	Availability of practice of induction of newly elected members of the Board of Directors
3.2.3.	Availability at the Board of Directors of an opportunity (if necessary) to involve external consultants
3.2.4.	Availability of a system of motivation (remuneration) of members of the Board of Directors adequate to the scale of activity of the Company, volume of the functions which are carried out by members of the Board of Directors and to the level of risks accepted by them.
4. Chairman of the Board of Directors	
4.1.	Providing effective organization of work of the Board of Directors, preparation and holding meetings of the Board of Directors

4.2.	Providing professional relations and effective communications between members of the Board of Directors and with members of executive bodies		
4.3.	Providing constructive, open and confidential atmosphere at meetings of the Board of Directors		
4.4.	Providing and encouraging discussion of debatable and disputable questions by members of the Board of Directors		
5. Audit Committee			
5.1. Structure and organization of work of the Audit Committee			
5.1.1.	Quantitative and qualitative (competence) balance of the structure of the Audit Committee		
5.1.2.	Availability as a part of the Audit Committee of members having knowledge and experience in the field of preparation, analysis, assessment and audit of accounting (financial) statements		
5.1.3.	Availability of an approved work plan of the Audit Committee and a level of its accomplishment		
5.1.4.	Regularity of holding meetings of the Audit Committee		
5.2. Accomplishment by the Audit Committee of key functions			
5.2.1.	Accomplishment of functions in the field of accounting (financial) statements: <ul style="list-style-type: none"> – Systematic control of ensuring completeness, accuracy and reliability of financial statements, analysis of essential aspects of accounting policy of the Company. – Consideration of intermediate and annual financial statements, development of corresponding recommendations of the Board of Directors about its advance approval. 		
5.2.2.	Accomplishment of functions in the field of risk management and internal control: <ul style="list-style-type: none"> – Evaluating effectiveness of a system of internal control and risk management. – Analysis and assessment of execution of policy of risk management and internal control. 		
5.2.3.	Accomplishment of functions in the field of internal audit: <ul style="list-style-type: none"> – Consideration of policy in the field of internal audit (regulations on internal audit). – Consideration of a plan of activity of the division of internal audit and information on the course of its accomplishment. – Consideration of questions of appointment (dismissal) of the head of the department of internal audit and amount of his remuneration. – Consideration of existing restrictions of powers or the budget for implementation of the internal audit function, which is capable negatively to influence effective implementation of the internal audit function. – Efficiency evaluation of implementation of the internal audit function. 		
5.2.4.	Accomplishment of functions in the field of external audit: <ul style="list-style-type: none"> – Assessment of independence, objectivity and no conflict of interest of external auditors of the Company, including assessment of candidates for auditors of the Company, development of offers to appointment, re-election and discharge of external auditors of the Company, on payment of their services and conditions of their attraction. – Supervision of carrying out external audit and quality evaluation of accomplishment of audit and auditors' reports. – Discussion with the external auditor of results of audit, studying of offers of management on adjustment of statements and providing conclusions to the Board of Directors. 		
PK BP 1/15-01/2018 Date of stamp: 22.11.2018	The Guide "The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"	P.10	Total 41

5.3. Interaction of the Audit Committee and the Board of Directors	
5.3.1.	Timeliness and quality (development and structuring) of recommendations presented by the Audit Committee to the Board of Directors in the reporting period
5.3.2.	Adoption of decisions by the Board of Directors on questions, which preliminary consideration is referred to competence of the Audit Committee, according to recommendations of the specified Committee
5.3.3.	Consideration of a report on work of the Audit Committee at a meeting of the Board of Directors
6. Personnel and Remuneration Committee	
6.1. Structure and organization of work of the Personnel and Remuneration Committee	
6.1.1.	Quantitative and qualitative (competence) balance of structure of the Personnel and Remuneration Committee
6.1.2.	Availability of an approved work plan of the Personnel and Remuneration Committee and a level of its accomplishment
6.1.3.	Regularity of holding meetings of the Personnel and Remuneration Committee
6.2. Accomplishment of key functions by the Personnel and Remuneration Committee	
6.2.1.	<p>Functions regarding policy of remunerations:</p> <ul style="list-style-type: none"> – development and periodic review of policy of the Company on remuneration of members of the Board of Directors, executive bodies of the Company and other key leading employees, including development of parameters of programs of short-term and long-term motivation of members of executive bodies; – supervision of implementation and execution of policy of the Company on remuneration and different programs of motivation; – provisional estimate of work of executive bodies of the Company and other key leading employees following the results of a year in the context of the criteria fixed in the remuneration policy and also a provisional estimate of achievement of effective objectives by specified persons within the long-term program of motivation; – development of conditions of early termination of employment contracts with members of executive bodies and other key leading employees, including all material obligations of the Company and a condition of their provision; – development of recommendations to the Board of Directors by determination of amount of remuneration and principles of awarding of the Corporate Secretary, and also a provisional estimate of work of the Corporate Secretary following the results of a year and an offer on awarding of the Corporate Secretary; – supervision of disclosure of information on policy and practice of remuneration and about shareholding of the Company by members of the Board of Directors, members of executive bodies and other key leading employees in the Annual report and on the corporate website of the Company.
6.2.2.	<p>Functions regarding the HR policy:</p> <ul style="list-style-type: none"> – analysis of professional qualification and independence of all candidates nominated for the Board of Directors of the Company on the basis of all information available to the Committee; forming and bringing to shareholders of recommendations for vote concerning election of candidates for the Board of Directors of the Company; – annual holding of a detailed formalized procedure of self-assessment or external assessment of the Board of Directors and Committees of the Board of Directors, development of recommendations to the Board of Directors concerning improvement of procedures of work of the Board of Directors and Committees of

PK BP 1/15-01/2018	The Guide	P.11	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

	<p>the Board of Directors, preparation of a report on results of self-assessment or external assessment for inclusion in the Annual report of the Company;</p> <ul style="list-style-type: none"> – determination of methodology of self-assessment and offers on the choice of an independent consultant for evaluating work of the Board of Directors; – forming of a program of an introduction course for newly elected members of the Board of Directors and implementation of supervision of practical implementation of the introduction course; – forming of recommendations to the Board of Directors concerning candidates for the position of the Corporate Secretary of the Company; – forming of recommendations to the Board of Directors concerning candidates for positions of executive bodies of the Company and other key leading employees; – regular analysis of compliance of independent members of the Board of Directors to criteria of independence and ensuring immediate disclosure of information on identification of circumstances owing to which the director has stopped being independent
6.3. Interaction of the Personnel and Remuneration Committee and the Board of Directors	
6.3.1.	Timeliness and quality (development and structuring) of recommendations presented by the Personnel and Remuneration Committee to the Board of Directors in the reporting period
6.3.2.	Adoption of decisions by the Board of Directors on questions, which preliminary consideration is referred to competence of the Personnel and Remuneration Committee, according to recommendations of the specified Committee
6.3.3.	Consideration of a report on work of the Personnel and Remuneration Committee at a meeting of the Board of Directors
7. Strategy and Development Committee	
7.1. Structure and organization of work of the Strategy and Development Committee	
7.1.1.	Quantitative and qualitative (competence) balance of structure of the Strategy Committee
7.1.2.	Availability of an approved work plan of the Strategy Committee and a level of its accomplishment
7.1.3.	Regularity of holding meetings of the Strategy Committee
7.2. Accomplishment by the Strategy and Development Committee of key functions:	
7.2.1.	Consideration of strategy and a program of innovative development, assessment of the market, competitive environment, advanced innovative technologies, trends and existing business models
7.2.2.	Assessment of adequacy of strategy of the Company from the point of view of changing conditions and, if necessary, entering of amendments into it
7.2.3.	Assessment of strengths and weaknesses of the Company
7.2.4.	Participation in development of strategic KPEs
7.3. Interaction of the Strategy and Development Committee and the Board of Directors	
7.3.1.	Timeliness and quality (development and structuring) of recommendations presented by the Strategy Committee to the Board of Directors in the reporting period.
7.3.2.	Adoption of decisions by the Board of Directors on questions, which preliminary consideration is referred to competence of the Strategy Committee, according to recommendations of the specified Committee.
7.3.3.	Consideration of a report on work of the Strategy Committee at a meeting of the Board of Directors.

PK BP 1/15-01/2018	The Guide	P.12	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

8. Grid Connection Committee			
8.1. Structure and organization of work of the Grid Connection Committee			
8.1.1.	Quantitative and qualitative (competence) balance of structure of the Grid Connection Committee		
8.1.2.	Availability of an approved work plan of the Grid Connection Committee and a level of its accomplishment		
8.1.3.	Regularity of holding meetings of the Grid Connection Committee		
8.2. Accomplishment by the Grid Connection Committee of key functions:			
8.2.1.	Development of suggestions for improvement of the legislation of antimonopoly regulation and ensuring non-discriminatory access to services in connection of customers to electric grids		
8.2.2.	Development of suggestions for improvement of internal regulations and standards of the Company on ensuring non-discriminatory access to services in connection of customers to electric grids		
8.2.3.	Development of principles and criteria for evaluation of efficiency of activities of the Company for connection of customers to electric grids		
8.2.4.	Efficiency evaluation of activities of the Company for connection of customers to electric grids		
8.2.5.	Efficiency evaluation of activities of the Company for improvement of quality of development planning of electric grids		
8.2.6.	Analysis of the current situation on the Company, and preparation of offers to the Board of Directors of the Company regarding connection of customers to electric grids and perspective development of grids		
8.3. Interaction of the Grid Connection Committee and the Board of Directors			
8.3.1.	Timeliness and quality (development and structuring) of recommendations presented by the Grid Connection Committee to the Board of Directors in the reporting period.		
8.3.2.	Adoption of decisions by the Board of Directors on questions, which preliminary consideration is referred to competence of the Grid Connection Committee, according to recommendations of the specified Committee.		
8.3.3.	Consideration of a report on work of the Grid Connection Committee at a meeting of the Board of Directors.		
9. Reliability Committee			
9.1. Structure and organization of work of the Reliability Committee			
9.1.1.	Quantitative and qualitative (competence) balance of structure of the Reliability Committee		
9.1.2.	Availability of an approved work plan of the Reliability Committee and a level of its accomplishment		
9.1.3.	Regularity of holding meetings of the Reliability Committee		
9.2. Accomplishment by the Reliability Committee of key functions:			
9.2.1.	Examination of production programs, plans for modernization, reconstruction, new construction and repair of power grid facilities, analysis of their development and execution from the point of view of providing requirements to reliability of functioning and technical condition of electric grids;		
9.2.2.	Assessment of completeness and sufficiency of actions for results of investigation of failures according to the Rules of investigation of causes of failures in the electric power industry (approved by Order of the Government of the Russian Federation of 28.10.2009 No. 846), and also control of their execution;		
9.2.3.	Examination of quality of investigations of causes of technological violations (failures);		
PK BP 1/15-01/2018	The Guide	P.13	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

9.2.4.	Examination of activity of the Company in the field of anti-emergency work (ensuring readiness, organization and carrying out emergency recovery operations at power grid facilities);
9.2.5.	Control and assessment of activity of technical services of the Company regarding ensuring reliability of functioning of electric grids and production safety;
9.2.6.	Examination of a system of internal technical control in the Company
9.2.7.	Examination of a system for labour protection and safety in the Company
9.2.8.	Examination of a program of implementation of environmental policy
9.2.9.	Examination of a system of fire and industrial safety
9.3. Interaction of the Reliability Committee and the Board of Directors	
9.3.1.	Timeliness and quality (development and structuring) of recommendations presented by the Reliability Committee to the Board of Directors in the reporting period.
9.3.2.	Adoption of decisions by the Board of Directors on questions, which preliminary consideration is referred to competence of the Reliability Committee, according to recommendations of the specified Committee.
9.3.3.	Consideration of a report on work of the Reliability Committee at a meeting of the Board of Directors.

PK BP 1/15-01/2018	The Guide	P.14	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

**Approximate questionnaires for self-assessment of work of the Board of Directors
and Committees of the Board of Directors of the Company**

**THE QUESTIONNAIRE FOR SELF-ASSESSMENT OF WORK OF THE BOARD
OF DIRECTORS**

OF IDGC OF CENTRE, PJSC IN THE REPORTING YEAR

Order of filling of the questionnaire: The member of the Board of Directors chooses an option of assessment of the statement provided in the column "Criteria and Indicators" on a five-point scale and marks the chosen option in the column "Assessment in Points". In the presence of recommendations about increase in overall performance of the Board of Directors the member of the Board of Directors fills in the column "Offers and Comments" on the corresponding indicator.

Five-point rating scale:

5 points – the statement completely is true

4 points – more corresponding than not

3 points – partially corresponding

2 points – more likely not corresponding

1 point – not corresponding

The used abbreviations:

IDGC of Centre, PJSC - Company,

Board of Directors – BD,

The Chairman of the Board of Directors – Chair,

Division of internal audit - IAD.

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
1.	Accomplishment by BD of key functions in management of the Company						
1.1.	Forming and control of development strategy implementation						
1.1.1.	In the reporting period BD considered the questions connected with strategy implementation						
1.1.2.	In the reporting period BD considered achievement of planned KPE targets						
1.1.3.	In the reporting period BD timely approved the annual budget, the annual investment plan and other documents connected with strategy implementation						

PK BP 1/15-01/2018	The Guide	P.15	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
1.2.	Ensuring creation and effective work of internal control and risk management systems						
1.2.1.	In the reporting period BD considered reports of IAD by results of checks						
1.2.2.	In the reporting period BD considered reports of management on effectiveness of an internal control system						
1.2.3.	For the reporting period BD considered reports of management on effectiveness of a risk management system						
1.2.4.	Members of BD have quite clear and complete understanding of substantial risks of activity of the Company, their planned and current values, methods of their management from management and the sequence of actions of management in case of implementation of the most important risks						
1.3.	Efficiency evaluation of work of the top management and implementation of an effective system of their motivation						
1.3.1.	The system of motivation of the top management approved by BD in the best degree aims them at solving strategic tasks and effective implementation of key projects of the Company						
1.3.2.	The criteria for evaluation of work of members of executive bodies and other key managers of the company approved by BD used for their awarding in the best degree provide interrelation of their work with the approved strategy of the Company, the current, medium-term and long-term results of activity of the Company						
1.3.3.	In the reporting period BD performed assessment of results of work of members of executive bodies and other key managers on the basis of a report on accomplishment of KPEs						
1.3.4.	BD provides availability in the Company of an effective monitoring system and prevention of potential conflicts of interest at the level of the top management and						

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
	expresses confidence in efficiency of this system ²						
1.3.5.	In the reporting period BD considered a question of forming of a personnel reserve to the highest managerial positions in the Company						
1.4.	Ensuring safeguarding of assets						
1.4.1.	Competence of BD regarding approval of material transactions is sufficient for proper control of safeguarding of assets and protection of interests of shareholders and does not require expansion						
1.4.2.	BD provided availability in the Company of an internal document approved by BD regulating performance of competitive procurement						
1.4.3.	In the reporting period BD with sufficient degree of regularity and depth considered the most important questions of activity of essential controlled organizations						
2.	Composition and structure of BD						
2.1.	The quantitative structure of BD is optimum for effective work of BD and current requirements of the Company						
2.2.	The structure of BD (ratio of executive, non-executive, independent members of BD) is balanced and optimum for effective work of BD and current requirements of the Company						
2.3.	The structure of BD from the point of view of a combination of knowledge, experience and competences of members of BD is balanced and optimum for effective work of BD and current requirements of the Company						
2.4.	Independent directors of the acting structure of BD are fully capable to make objective and independent decisions,						

² The complex system of regulation of a conflict of interest should include availability of an order of disclosure of information by executive bodies on a conflict of interest, informing the Chairman of the Board of Directors on availability of the corresponding conflict, an order of decision making by members of executive bodies in the presence of a conflict of interest (transactions, remuneration), prohibition on commission of separate actions.

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
	especially, under disputable issues and persist in their opinion, when necessary						
2.5.	Independent directors of the acting structure of BD actively and structurally stimulate a discussion with the purpose of search of an optimal solution and make significant contribution to discussion						
3.	Organization of work of BD						
3.1.	Organizational, legal and information support						
3.1.1.	Information support of members of BD is performed up to standard (qualitatively, in full and on time)						
3.1.2.	Organizational support of work of BD and members of BD is performed up to standard						
3.1.3.	Interaction of members of BD with Committees at BD, executive bodies, structural divisions of the Company is provided up to standard						
3.1.4.	Interaction with the Chairman of BD is provided up to standard						
3.1.5.	Interaction with members of BD promotes high-quality execution by members of BD of their functions						
3.1.6.	The approved work plan of BD includes all key questions of competence of BD, possesses sufficient extent of detailing and evenly distributes meetings of the Board of Directors within a year						
3.1.7.	Level of accomplishment of the work plan of BD is high						
3.1.8.	Level of attendance of meetings by members of BD is high						
3.1.9.	Meetings of the Board of Directors are held in a quantity and with a regularity sufficient for solving questions connected with effective management of the Company						
3.1.10.	In the reporting period the ratio of number of internal and correspondence meetings of the Board of Directors was optimum						
3.1.11.	In the reporting period the most important issues of activity of the Company were considered at internal meetings of the Board of Directors						

PK BP 1/15-01/2018	The Guide	P.18	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
3.1.12.	In the reporting period the level of preparation of members of BD to meetings provided high performance of work of BD						
3.1.13.	Materials provided to members of BD to meetings are complete on volume, well-structured and evident						
3.1.14.	Approved terms of providing materials to members of BD are observed and are sufficient for proper preparation for meetings						
3.1.15.	Quality level of preparation of reports on the agenda is high						
3.1.16.	Regulations of holding meetings of the Board of Directors (ratio of time allowed for reports and their discussion, sequence of discussion of questions, general duration of meetings, etc.) and favourable atmosphere at meetings of the Board of Directors provide rather deep consideration of questions of the agenda of a meeting of the Board of Directors and promotes acceptance of weighed decisions by BD						
3.1.17.	Members of BD are satisfied with quality and terms of providing additional materials requested within the agenda questions						
3.2.	Infrastructure provision						
3.2.1.	The Company has effective tools for prevention, identification and regulation of a conflict of interest of members of BD ³						
3.2.2.	BD has sufficient opportunities for involvement of external experts at the expense of means of the Company for rendering assistance in work of BD and its committees						
3.2.3.	The Company has proper practice of induction of newly elected members of BD						
3.2.4.	The system of motivation (remuneration) of members of BD is adequate to the scale of activity of the Company, volume of						

³ The complex system of regulation of a conflict of interest should include availability of an order of disclosure of information by members of the Board of Directors on a conflict of interest, informing the Chairman of the Board of Directors on availability of the corresponding conflict, an order of decision making by members of the Board of Directors in the presence of a conflict of interest, prohibition on commission of separate actions.

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
	carried-out functions by members of BD and the level of risks taken by them						
3.3.	Interaction of BD with management of the Company						
3.3.1.	In the reporting period BD regularly heard reports of management on execution of instructions and decisions of BD						
3.3.2.	Members of BD have sufficient opportunities for contacts and obtaining information from the executive management during the period between meetings of the Board of Directors						
3.4.	Interaction of BD with Committees under BD						
3.4.1.	The quantity and specialization of the existing Committees under BD are optimum from the point of view of execution of the functions of support of work of BD by them according to all key questions of competence and changes are not required						
3.4.2.	Quantitative and qualitative compositions and structure of each Committee are balanced and optimum for effective work of the relevant Committee						
3.4.3.	In the reporting period recommendations, provided to BD by the Audit Committee, were worked out and well-structured and promoted quick and informed decision making on appropriate questions						
3.4.4.	In the reporting period decisions on questions, which preliminary consideration is referred to competence of the Audit Committee, were taken by BD according to recommendations of the specified Committee						
3.4.5.	In the reporting period recommendations, provided to BD by the Personnel and Remuneration Committee, were worked out and well-structured and promoted quick and informed decision making on appropriate questions						
3.4.6.	In the reporting period decisions on questions, which preliminary consideration is referred to competence of the Personnel						

PK BP 1/15-01/2018	The Guide "The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"	P.20	Total 41
Date of stamp: 22.11.2018			

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS	
		1	2	3	4	5		
	and Remuneration Committee, were taken by BD according to recommendations of the specified Committee							
3.4.7.	In the reporting period recommendations, provided to BD by the Strategy and Development Committee, were worked out and well-structured and promoted quick and informed decision making on appropriate questions							
3.4.8.	In the reporting period decisions on questions, which preliminary consideration is referred to competence of the Strategy and Development Committee, were taken by BD according to recommendations of the specified Committee							
3.4.9.	In the reporting period recommendations, provided to BD by the Grid Connection Committee, were worked out and well-structured and promoted quick and informed decision making on appropriate questions							
3.4.10.	In the reporting period decisions on questions, which preliminary consideration is referred to competence of the Grid Connection Committee, were taken by BD according to recommendations of the specified Committee							
3.4.11.	In the reporting period recommendations, provided to BD by the Reliability Committee, were worked out and well-structured and promoted quick and informed decision making on appropriate questions							
3.4.12.	In the reporting period decisions on questions, which preliminary consideration is referred to competence of the Reliability Committee, were taken by BD according to recommendations of the specified Committee							
3.4.13.	BD hears reports on work of each committee							
4.	Chairman of BD							
4.1.	The Chairman of BD provides effective organization of work of BD, preparation and holding meetings of the Board of Directors							
PK BP 1/15-01/2018 Date of stamp: 22.11.2018		The Guide "The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"					P.21	Total 41

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
4.2.	The Chairman of BD provides professional and personal interaction between members of BD, promotes effective communications of BD with executive bodies						
4.3.	The Chairman of BD provides constructive, open and confidential atmosphere at discussion of questions at meetings of the Board of Directors						
4.4.	The Chairman of BD provides and encourages discussion of debatable and disputable questions by members of BD						

PK BP 1/15-01/2018	The Guide	P.22	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

**THE QUESTIONNAIRE FOR THE SELF-ASSESSMENT OF WORK OF THE
AUDIT COMMITTEE
OF THE BOARD OF DIRECTORS OF IDGC OF CENTRE, PJSC**

Order of filling of the questionnaire: The member of the Audit Committee chooses an option of assessment of the statement provided in the column "Criteria and Indicators" on a five-point scale and marks the chosen option in the column "Assessment in Points". In the presence of recommendations about increase in overall performance of the Audit Committee the member of the Committee fills in the column "Offers and Comments" on the corresponding indicator.

Five-point rating scale:

5 points – the statement completely is true

4 points – more corresponding than not

3 points – partially corresponding

2 points – more likely not corresponding

1 point – not corresponding

The used abbreviations:

IDGC of Centre, PJSC - Company,

Board of Directors – BD,

Audit Committee of the Board of Directors - Committee

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
1.	The quantitative structure of the Committee is optimum for effective work of BD and current requirements of the Company						
2.	The structure of the Committee (ratio of executive, non-executive, independent members of BD) is balanced and optimum for effective work of BD and current requirements of the Company						
3.	The structure of the Committee from the point of view of a combination of knowledge, experience and competences of members of the Committee is balanced and optimum for effective work of BD and current requirements of the Company						
4.	Internal documents of the Company accurately and fully regulate questions of activity of the Committee and do not demand updating						
5.	The approved work plan of the Committee includes all key questions of competence of the Committee, possesses sufficient						

PK BP 1/15-01/2018	The Guide "The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"	P.23	Total 41
Date of stamp: 22.11.2018			

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
	extent of detailing and evenly distributes meetings of the Committee within a year						
6.	In the reporting period meetings of the Committee were held with a sufficient degree of regularity and the ratio of internal and correspondence meetings of the Committee was optimum						
7.	Level of preparation of members of the Committee to meetings provides high performance of work of the Committee						
8.	Regulations of holding meetings of the Committee (ratio of time allowed for reports and their discussion, sequence of discussion of questions, general duration of meetings, etc.) and favourable atmosphere at meetings provide rather deep consideration of questions of the agenda of a meeting and promote development of the most useful/productive recommendations to BD						
9.	Materials provided to members of the Committee to meetings are complete on volume, well-structured and evident						
10.	Approved terms of providing materials to members of the Committee are observed and are sufficient for proper preparation for meetings						
11.	Quality level of preparation of reports on the agenda is high						
12.	In the reporting period the Committee with a sufficient degree of depth considered questions in the field of supervision of forming of accounting (financial) statements of the Company						
13.	In the reporting period the Committee with a sufficient degree of depth considered questions in the field of control of reliability and efficiency of functioning of internal control, risk management and corporate governance systems						
14.	In the reporting period the Committee with a sufficient degree of depth considered questions in the field of ensuring independence and objectivity of implementation of the internal audit						

PK BP 1/15-01/2018	The Guide "The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"	P.24	Total 41
Date of stamp: 22.11.2018			

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
	function and interaction with the internal audit division						
15.	In the reporting period the Committee with a sufficient degree of depth considered questions in the field of supervision of carrying out external audit and the choice of the external auditor						
16.	In the reporting period the Committee with a sufficient degree of depth considered questions in the field of performance monitoring of functioning of counteraction to unfair actions of employees of the Company and third parties						
17.	Members of the Committee are satisfied with quality and terms of providing additional materials requested within the agenda questions						
18.	In the reporting period recommendations, prepared by the Committee for BD, were worked out and well-structured						
19.	In the reporting period decisions on questions, which preliminary consideration is referred to competence of the Committee, were taken by BD according to recommendations of the specified Committee						
20.	The Committee fully coped with the tasks set for the reporting period						
21.	The Chairman of the Committee provides effective organization of work of the Committee, preparation and holding meetings of the Committee, interaction of the Committee with BD						
22.	The secretary of the Committee performs information, documentary and organizational support of work of the Committee and its members up to standard (qualitatively, in full and on time)						

PK BP 1/15-01/2018	The Guide	P.25	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

**THE QUESTIONNAIRE FOR THE SELF-ASSESSMENT OF WORK OF THE
PERSONNEL AND REMUNERATION COMMITTEE OF THE BOARD OF
DIRECTORS OF IDGC OF CENTRE, PJSC**

Order of filling of the questionnaire: The member of the Personnel and Remuneration Committee chooses an option of assessment of the statement provided in the column "Criteria and Indicators" on a five-point scale and marks the chosen option in the column "Assessment in Points". In the presence of recommendations about increase in overall performance of the Personnel and Remuneration Committee the member of the Committee fills in the column "Offers and Comments" on the corresponding indicator.

Five-point rating scale:

5 points – the statement completely is true

4 points – more corresponding than not

3 points – partially corresponding

2 points – more likely not corresponding

1 point – not corresponding

The used abbreviations:

IDGC of Centre, PJSC - Company,

Board of Directors – BD,

Personnel and Remuneration Committee of the Board of Directors – Committee

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
1.	The quantitative structure of the Committee is optimum for effective work of BD and current requirements of the Company						
2.	The structure of the Committee (ratio of executive, non-executive, independent members of BD) is balanced and optimum for effective work of BD and current requirements of the Company						
3.	The structure of the Committee from the point of view of a combination of knowledge, experience and competences of members of the Committee is balanced and optimum for effective work of BD and current requirements of the Company						
4.	Internal documents of the Company accurately and fully regulate questions of activity of the Committee and do not demand updating						
5.	The approved work plan of the Committee includes all key questions of competence of the Committee, possesses sufficient extent of detailing and evenly distributes meetings of the Committee within a year						

PK BP 1/15-01/2018	The Guide	P.26	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
6.	In the reporting period meetings of the Committee were held with a sufficient degree of regularity and the ratio of internal and correspondence meetings of the Committee was optimum						
7.	Level of preparation of members of the Committee to meetings provides high performance of work of the Committee						
8.	Regulations of holding meetings of the Committee (ratio of time allowed for reports and their discussion, sequence of discussion of questions, general duration of meetings, etc.) and favourable atmosphere at meetings provide rather deep consideration of questions of the agenda of a meeting and promote development of the most useful/productive recommendations to BD						
9.	Materials provided to members of the Committee to meetings are complete on volume, well-structured and evident						
10.	Approved terms of providing materials to members of the Committee are observed and are sufficient for proper preparation for meetings						
11.	Quality level of preparation of reports on the agenda is high						
12.	In the reporting period the Committee with a sufficient degree of depth considered questions in the field of the remuneration policy (system of motivation) of members of executive bodies						
13.	In the reporting period the Committee with a sufficient degree of depth considered questions in the field of the HR policy concerning members of BD (development of criteria of selection of nominees of BD, independence assessment, work evaluation of BD and members of BD, etc.)						
14.	In the reporting period the Committee with a sufficient degree of depth considered questions in the field of human resources planning (forming of a personnel reserve) for members of executive bodies						
15.	Members of the Committee are satisfied with quality and terms of providing						

PK BP 1/15-01/2018	The Guide	P.27	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
	additional materials requested within the agenda questions						
16.	In the reporting period recommendations, prepared by the Committee for BD, were worked out and well-structured						
17.	In the reporting period decisions on questions, which preliminary consideration is referred to competence of the Committee, were taken by BD according to recommendations of the specified Committee						
18.	The Committee fully coped with the tasks set for the reporting period						
19.	The Chairman of the Committee provides effective organization of work of the Committee, preparation and holding meetings of the Committee, interaction of the Committee with BD						
20.	The secretary of the Committee performs information, documentary and organizational support of work of the Committee and its members up to standard (qualitatively, in full and on time)						

PK BP 1/15-01/2018	The Guide	P.28	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

**THE QUESTIONNAIRE FOR THE SELF-ASSESSMENT OF WORK OF THE
STRATEGY AND DEVELOPMENT COMMITTEE OF THE BOARD OF
DIRECTORS OF IDGC OF CENTRE, PJSC**

Order of filling of the questionnaire: The member of the Strategy and Development Committee chooses an option of assessment of the statement provided in the column "Criteria and Indicators" on a five-point scale and marks the chosen option in the column "Assessment in Points". In the presence of recommendations about increase in overall performance of the Strategy Committee the member of the Strategy Committee fills in the column "Offers and Comments" on the corresponding indicator.

Five-point rating scale:

5 points – the statement completely is true

4 points – more corresponding than not

3 points – partially corresponding

2 points – more likely not corresponding

1 point – not corresponding

The used abbreviations:

IDGC of Centre, PJSC - Company,

Board of Directors – BD,

Strategy and Development Committee of the Board of Directors – Committee,

Key performance indicators – KPEs,

affiliated and dependent companies – SDC

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
1.	The quantitative structure of the Committee is optimum for effective work of BD and current requirements of the Company						
2.	The structure of the Committee (ratio of executive, non-executive, independent members of BD) is balanced and optimum for effective work of BD and current requirements of the Company						
3.	The structure of the Committee from the point of view of a combination of knowledge, experience and competences of members of the Committee is balanced and optimum for effective work of BD and current requirements of the Company						
4.	Internal documents of the Company accurately and fully regulate questions of activity of the Committee and do not demand updating						
5.	The approved work plan of the Committee includes all key questions of competence of						

PK BP 1/15-01/2018	The Guide	P.29	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS	
		1	2	3	4	5		
	the Committee, possesses sufficient extent of detailing and evenly distributes meetings of the Committee within a year							
6.	In the reporting period meetings of the Committee were held with a sufficient degree of regularity and the ratio of internal and correspondence meetings of the Committee was optimum							
7.	Level of preparation of members of the Committee to meetings provides high performance of work of the Committee							
8.	Regulations of holding meetings of the Committee (ratio of time allowed for reports and their discussion, sequence of discussion of questions, general duration of meetings, etc.) and favourable atmosphere at meetings provide rather deep consideration of questions of the agenda of a meeting and promote development of the most useful/productive recommendations to BD							
9.	Materials provided to members of the Committee to meetings are complete on volume, well-structured and evident							
10.	Approved terms of providing materials to members of the Committee are observed and are sufficient for proper preparation for meetings							
11.	Quality level of preparation of reports on the agenda is high							
12.	In the reporting period the Committee with a sufficient degree of depth considered questions of strategy implementation of the Company (actions plan, criteria of implementation and intermediate control indicators, correction of strategy, analysis of strategic risks, etc.)							
13.	In the reporting period the Committee with a sufficient degree of depth considered questions on preliminary approval of decisions on conclusion of transactions							
14.	In the reporting period the Committee with a sufficient degree of depth considered questions on creation and adjustment of the KPE system of the CEO of the Company							
15.	In the reporting period the Committee with a sufficient degree of depth considered							
PK BP 1/15-01/2018 Date of stamp: 22.11.2018		The Guide "The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"					P.30	Total 41

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
	questions of forming of the business plan of the Company and reports on results of its accomplishment						
16.	Members of the Committee are satisfied with quality and terms of providing additional materials requested within the agenda questions						
17.	In the reporting period recommendations, prepared by the Committee for BD, were worked out and well-structured						
18.	In the reporting period decisions on questions, which preliminary consideration is referred to competence of the Committee, were taken by BD according to recommendations of the specified Committee						
19.	The Committee fully coped with the tasks set for the reporting period						
20.	The Chairman of the Committee provides effective organization of work of the Committee, preparation and holding meetings of the Committee, interaction of the Committee with BD						
21.	The secretary of the Committee performs information, documentary and organizational support of work of the Committee and its members up to standard (qualitatively, in full and on time)						

PK BP 1/15-01/2018	The Guide	P.31	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

**THE QUESTIONNAIRE FOR THE SELF-ASSESSMENT OF WORK OF THE
RELIABILITY COMMITTEE OF THE BOARD OF DIRECTORS OF IDGC OF
CENTRE, PJSC**

Order of filling of the questionnaire: The member of the Reliability Committee chooses an option of assessment of the statement provided in the column "Criteria and Indicators" on a five-point scale and marks the chosen option in the column "Assessment in Points". In the presence of recommendations about increase in overall performance of the Committee the member of the Committee fills in the column "Offers and Comments" on the corresponding indicator.

Five-point rating scale:

5 points – the statement completely is true

4 points – more corresponding than not

3 points – partially corresponding

2 points – more likely not corresponding

1 point – not corresponding

The used abbreviations:

IDGC of Centre, PJSC - Company,

Board of Directors – BD,

Reliability Committee of the Board of Directors – Committee,

affiliated and dependent companies – SDC

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
1.	The quantitative structure of the Committee is optimum for effective work of BD and current requirements of the Company						
2.	The structure of the Committee (ratio of executive, non-executive, independent members of BD) is balanced and optimum for effective work of BD and current requirements of the Company						
3.	The structure of the Committee from the point of view of a combination of knowledge, experience and competences of members of the Committee is balanced and optimum for effective work of BD and current requirements of the Company						
4.	Internal documents of the Company accurately and fully regulate questions of activity of the Committee and do not demand updating						
5.	The approved work plan of the Committee includes all key questions of competence of the Committee, possesses sufficient extent of						

PK BP 1/15-01/2018	The Guide	P.32	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS	
		1	2	3	4	5		
	detailing and evenly distributes meetings of the Committee within a year							
6.	In the reporting period meetings of the Committee were held with a sufficient degree of regularity and the ratio of internal and correspondence meetings of the Committee was optimum							
7.	Level of preparation of members of the Committee to meetings provides high performance of work of the Committee							
8.	Regulations of holding meetings of the Committee (ratio of time allowed for reports and their discussion, sequence of discussion of questions, general duration of meetings, etc.) and favourable atmosphere at meetings provide rather deep consideration of questions of the agenda of a meeting and promote development of the most useful/productive recommendations to BD							
9.	Materials provided to members of the Committee to meetings are complete on volume, well-structured and evident							
10.	Approved terms of providing materials to members of the Committee are observed and are sufficient for proper preparation for meetings							
11.	Quality level of preparation of reports on the agenda is high							
12.	In the reporting period the Committee with a sufficient degree of depth considered questions of analysis of productive activity regarding assessment of: <ul style="list-style-type: none"> - results of the past autumn and winter period and assessment of readiness of the Company for work during the forthcoming autumn and winter period and other special periods (flood, fire-dangerous, storm, etc.); - accomplishment of production programs, target programs of increase in reliability and plans for modernization, reconstruction, new construction and repair of electric grid facilities of the Company; - organization of a labour protection and safety system; - organization of a system of internal technical control; 							
PK BP 1/15-01/2018 Date of stamp: 22.11.2018		The Guide "The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"					P.33	Total 41

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
	<ul style="list-style-type: none"> - level of operational service of power facilities; - accomplishment of programs of ecological safety; - organization of operational and technological and situational management; - accomplishment of emergency recovery operations; - quality of investigation of causes of technology violations (failures) and development of preventive actions for exclusion of repetitions of similar events; - accomplishment of instructions of controlling and inspecting bodies and organizations. 						
13.	In the reporting period the Committee with a sufficient degree of depth considered questions on quality evaluation of planning and analysis of activities for renovation of power facilities of the Company.						
14.	In the reporting period the Committee with a sufficient degree of depth considered questions of evaluation of activity of technical services of the Company and its branches, and also their heads.						
15.	In the reporting period the Committee with a sufficient degree of depth considered offers on reorganization of a management system of the Company (change of a number of levels of management, creation / liquidation / regrouping of production departments, Distribution Zones).						
16.	Members of the Committee are satisfied with quality and terms of providing additional materials requested within the agenda questions						
17.	In the reporting period recommendations, prepared by the Committee for BD, were worked out and well-structured						
18.	In the reporting period decisions on questions, which preliminary consideration is referred to competence of the Committee, were taken by BD according to recommendations of the specified Committee						

PK BP 1/15-01/2018	The Guide	P.34	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
19.	The Committee fully coped with the tasks set for the reporting period						
20.	The Chairman of the Committee provides effective organization of work of the Committee, preparation and holding meetings of the Committee, interaction of the Committee with BD						
21.	The secretary of the Committee performs information, documentary and organizational support of work of the Committee and its members up to standard (qualitatively, in full and on time)						

PK BP 1/15-01/2018	The Guide	P.35	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

**THE QUESTIONNAIRE FOR THE SELF-ASSESSMENT OF WORK OF THE
GRID CONNECTION COMMITTEE UNDER THE BOARD OF DIRECTORS OF
IDGC OF CENTRE, PJSC**

Order of filling of the questionnaire: The member of the Grid Connection Committee chooses an option of assessment of the statement provided in the column "Criteria and Indicators" on a five-point scale and marks the chosen option in the column "Assessment in Points". In the presence of recommendations about increase in overall performance of the Committee the member of the Committee fills in the column "Offers and Comments" on the corresponding indicator.

Five-point rating scale:

5 points – the statement completely is true

4 points – more corresponding than not

3 points – partially corresponding

2 points – more likely not corresponding

1 point – not corresponding

The used abbreviations:

IDGC of Centre, PJSC - Company,

Board of Directors – BD,

Grid Connection Committee under the Board of Directors – Committee,

Affiliated and dependent companies – SDC

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
1.	The quantitative structure of the Committee is optimum for effective work of BD and current requirements of the Company						
2.	The structure of the Committee (ratio of executive, non-executive, independent members of BD) is balanced and optimum for effective work of BD and current requirements of the Company						
3.	The structure of the Committee from the point of view of a combination of knowledge, experience and competences of members of the Committee is balanced and optimum for effective work of BD and current requirements of the Company						
4.	Internal documents of the Company accurately and fully regulate questions of activity of the Committee and do not demand updating						
5.	The approved work plan of the Committee includes all key questions of competence of the Committee, possesses sufficient extent of						

PK BP 1/15-01/2018	The Guide	P.36	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
	detailing and evenly distributes meetings of the Committee within a year						
6.	In the reporting period meetings of the Committee were held with a sufficient degree of regularity and the ratio of internal and correspondence meetings of the Committee was optimum						
7.	Level of preparation of members of the Committee to meetings provides high performance of work of the Committee						
8.	Regulations of holding meetings of the Committee (ratio of time allowed for reports and their discussion, sequence of discussion of questions, general duration of meetings, etc.) and favourable atmosphere at meetings provide rather deep consideration of questions of the agenda of a meeting and promote development of the most useful/productive recommendations to BD						
9.	Materials provided to members of the Committee to meetings are complete on volume, well-structured and evident						
10.	Approved terms of providing materials to members of the Committee are observed and are sufficient for proper preparation for meetings						
11.	Quality level of preparation of reports on the agenda is high						
12.	In the reporting period the Committee with a sufficient degree of depth considered questions of monitoring of activities of the Company for connection of customers to electric distribution grids, including contract work and general statistics of connection taking into account separate customer groups						
13.	In the reporting period the Committee with a sufficient degree of depth considered questions on improvement of procedures, increase in transparency and reduction of terms of actions for connection of customers to electric distribution grids of the Company						
14.	In the reporting period the Committee with a sufficient degree of depth considered questions regarding solving the most problem complaints and addresses on connection to electric distribution grids of the Company						
PK BP 1/15-01/2018 Date of stamp: 22.11.2018		The Guide "The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"				P.37	Total 41

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
15.	In the reporting period the Committee with a sufficient degree of depth considered questions of assistance to prevention and suppression of abuses in the field of connection to electric distribution grids of the Company						
16.	In the reporting period the Committee with a sufficient degree of depth considered questions of development of offers on the main indicators influencing efficiency of activities for grid connection and ensuring non-discriminatory access to services in connection of customers to electric grids						
17.	In the reporting period the Committee with a sufficient degree of depth considered questions of analysis of activity of the Company within implementation of federal target programs						
18.	In the reporting period the Committee with a sufficient degree of depth considered questions of interaction with customers and improvement of mechanisms of consideration of requests arriving from customers						
19.	In the reporting period the Committee with a sufficient degree of depth considered questions of analysis of activity of the Company and development of offers on improvement of quality of development planning of electric grids						
20.	In the reporting period the Committee with a sufficient degree of depth considered questions on improvement of a regulatory framework in the field of grid connection						
21.	Members of the Committee are satisfied with quality and terms of providing additional materials requested within the agenda questions						
22.	In the reporting period recommendations, prepared by the Committee for BD, were worked out and well-structured						
23.	In the reporting period decisions on questions, which preliminary consideration is referred to competence of the Committee, were taken by BD according to recommendations of the specified Committee						

PK BP 1/15-01/2018	The Guide "The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"	P.38	Total 41
Date of stamp: 22.11.2018			

№	CRITERIA AND INDICATORS	ASSESSMENT IN POINTS					OFFERS AND COMMENTS
		1	2	3	4	5	
24.	The Committee fully coped with the tasks set for the reporting period						
25.	The Chairman of the Committee provides effective organization of work of the Committee, preparation and holding meetings of the Committee, interaction of the Committee with BD						
26.	The secretary of the Committee performs information, documentary and organizational support of work of the Committee and its members up to standard (qualitatively, in full and on time)						

PK BP 1/15-01/2018	The Guide	P.39	Total 41
Date of stamp: 22.11.2018	"The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"		

Sample form of the Report about the carried-out self-assessment of the Board of Directors and Committees of the Board of Directors of the Company

I. RESULTS OF QUESTIONING

Criteria and indicators of assessment	Mean score	Offers and comments

II. GENERALIZED CONCLUSIONS

Strengths in work of BD and Committees	Problem areas in work of BD and Committees	Main directions demanding further improvement

Record of changes and additions

Index number of change/ addition	Change/ addition of a point	Contents of change/addition	Basis (reference to organizational and executive documentation)	Date of introduction of change/ addition	Employee who brought changes/ additions

PK BP 1/15-01/2018	The Guide "The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC"	P.41	Total 41
Date of stamp: 22.11.2018			