



IDGC OF CENTRE

Interregional Distribution Grid Company of  
Centre,  
Public Joint-Stock Company  
2nd Yamskaya, 4, Moscow, Russia, 127018  
Tel.: +7 (495) 747-92-92, Fax: +7 (495)  
747-92-95,

## MINUTES

of meeting of the Board of Directors of IDGC of Centre, PJSC  
(in the form of absent voting)

«19» April 2019

Moscow

No. 14/19

Form of the meeting: **absent voting.**

Total number of members of the Board of Directors: **11 people.**

Participants of the voting: **D.B. Akopyan, A.V. Varvarin, O.Y. Isaev, A.I. Kazakov, A.I. Pavlov, A.V. Rakov, L.A. Romanovskaya, M.M. Saukh, D.A. Spirin, R.A. Filkin, A.V. Shevchuk.**

Members who did not provide questionnaires: **none.**

The quorum is **present.**

Date of the minutes: **19.04.2019.**

### AGENDA:

1. On consideration of the results of self-assessment of the performance of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC for the 2018-2019 corporate year.
2. On coordination of nominations for positions in the Executive Office of the Company, determined by the Board of Directors of the Company.
3. On consideration of the report of General Director «On the status of the Company's Registry of non-core assets in 1Q 2019».
4. On consideration of the adjusted proposals of the Company for the planned values of reliability and quality indicators of services rendered for the period 2020-2024 for IDGC of Centre - Tambovenergo division.
5. On determination of the position of IDGC of Centre, PJSC regarding the agenda item of a meeting of the Board of Directors of JSC "Sanatorium "Energetik": On approval of the Method of calculation and assessment of key performance indicators of General Director of JSC "Sanatorium "Energetik" in a new edition.
6. On approval of the Program of measures to reduce electricity losses in the grid complex of IDGC of Centre, PJSC for 2019 and the period up to 2023.

**Item 1: On consideration of the results of self-assessment of the performance of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC for the 2018-2019 corporate year.**

#### Decision:

1. To take into consideration the report on the conducted self-assessment of the performance of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC for the 2018-2019 corporate year in accordance with Appendix # 1 to this decision of the Board of Directors.
2. To carry out the procedure of self-assessment of the performance of the Board of Directors and Committees under the Board of Directors of IDGC of Centre, PJSC in the 2019-2020 corporate year using the Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC.

#### Voting results:

1. Dmitry Borisovich Akopyan - «FOR»

2. Alexander Viktorovich Varvarin - «FOR»
3. Oleg Yuryevich Isaev - «FOR»
4. Alexander Ivanovich Kazakov - «FOR»
5. Alexey Igorevich Pavlov - «FOR»
6. Alexey Viktorovich Rakov - «FOR»
7. Larisa Anatolievna Romanovskaya - «FOR»
8. Maxim Mikhailovich Saukh - «FOR»
9. Denis Alexandrovich Spirin - «FOR»
10. Roman Alexeyevich Filkin - «FOR»
11. Alexander Viktorovich Shevchuk - «ABSTAINED»

**Total:**

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

**Decision is taken.**

**Item 2: On coordination of nominations for positions in the Executive Office of the Company, determined by the Board of Directors of the Company.**

**Decision:**

1. To agree upon the nomination of Dmitry Pavlovich Prokhorov for the position of Deputy General Director of IDGC of Centre - Kostromaenergo division director.

**Voting results regarding item 1:**

1. Dmitry Borisovich Akopyan - «FOR»
2. Alexander Viktorovich Varvarin - «FOR»
3. Oleg Yuryevich Isaev - «FOR»
4. Alexander Ivanovich Kazakov - «FOR»
5. Alexey Igorevich Pavlov - «FOR»
6. Alexey Viktorovich Rakov - «FOR»
7. Larisa Anatolievna Romanovskaya - «FOR»
8. Maxim Mikhailovich Saukh - «FOR»
9. Denis Alexandrovich Spirin - «ABSTAINED»
10. Roman Alexeyevich Filkin - «ABSTAINED»
11. Alexander Viktorovich Shevchuk - «ABSTAINED»

**Total:**

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «3»

**Decision regarding item 1 is taken.**

2. To agree upon the nomination of Yury Vadimovich Marakin for the position of Deputy General Director for Security of IDGC of Centre, PJSC.

**Voting results regarding item 2:**

1. Dmitry Borisovich Akopyan - «FOR»
2. Alexander Viktorovich Varvarin - «FOR»
3. Oleg Yuryevich Isaev - «FOR»
4. Alexander Ivanovich Kazakov - «FOR»
5. Alexey Igorevich Pavlov - «FOR»
6. Alexey Viktorovich Rakov - «FOR»
7. Larisa Anatolievna Romanovskaya - «FOR»
8. Maxim Mikhailovich Saukh - «FOR»
9. Denis Alexandrovich Spirin - «ABSTAINED»
10. Roman Alexeyevich Filkin - «ABSTAINED»
11. Alexander Viktorovich Shevchuk - «ABSTAINED»

**Total:**

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «3»

**Decision regarding item 2 is taken.**

**Item 3: On consideration of the report of General Director «On the status of the Company's Registry of non-core assets in 1Q 2019».**

**Decision:**

1. To take into consideration the report of General Director of the Company «On the status of the Company's Registry of non-core assets in 1Q 2019» in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.
2. To set a new deadline to sell the following assets: ## 2, 7, 10, 11, 12, 15, 17, 18, 19, 20, 21 – 4 Quarter 2019.
3. To include asset # 28 into the Company's registry of non-core assets.
4. To approve the updated Registry of non-core assets of IDGC of Centre, PJSC as of 31.03.2019 in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

**Voting results:**

1. Dmitry Borisovich Akopyan - «FOR»
2. Alexander Viktorovich Varvarin - «FOR»
3. Oleg Yuryevich Isaev - «FOR»
4. Alexander Ivanovich Kazakov - «FOR»
5. Alexey Igorevich Pavlov - «FOR»
6. Alexey Viktorovich Rakov - «FOR»
7. Larisa Anatolievna Romanovskaya - «FOR»
8. Maxim Mikhailovich Saukh - «FOR»
9. Denis Alexandrovich Spirin - «ABSTAINED»
10. Roman Alexeyevich Filkin - «ABSTAINED»
11. Alexander Viktorovich Shevchuk - «FOR»

**Total:**

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

**Decision is taken.**

**Item 4: On consideration of the adjusted proposals of the Company for the planned values of reliability and quality indicators of services rendered for the period 2020-2024 for IDGC of Centre - Tambovergo division.**

**Decision:**

1. To recognize the decision of the Board of Directors of the Company, taken on 20.04.2017 (Minutes of 21.04.2017 # 09/17) regarding item # 4, in terms of the Company's proposals for the planned values of reliability and quality indicators for IDGC of Centre - Tambovergo division for 2018-2022, to have lost force.
2. To take into consideration the adjusted proposals of the Company for the planned values of reliability and quality indicators of services rendered for each calculation period of 2020-2024 for IDGC of Centre - Tambovergo division in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.
3. To instruct General Director of the Company to send the adjusted proposals of the Company specified in paragraph 2 of this decision to the Tariff Regulatory Authority of the Tambov region as part of the tariff request for setting tariffs for electric energy transmission services.

Deadline: no later than 01.05.2019.

**Voting results:**

1. Dmitry Borisovich Akopyan - «FOR»
2. Alexander Viktorovich Varvarin - «FOR»
3. Oleg Yuryevich Isaev - «FOR»

4. Alexander Ivanovich Kazakov - «FOR»
5. Alexey Igorevich Pavlov - «FOR»
6. Alexey Viktorovich Rakov - «FOR»
7. Larisa Anatolievna Romanovskaya - «FOR»
8. Maxim Mikhailovich Saukh - «FOR»
9. Denis Alexandrovich Spirin - «FOR»
10. Roman Alexeyevich Filkin - «FOR»
11. Alexander Viktorovich Shevchuk - «FOR»

**Total:**

«FOR»	- «11»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

**Decision is taken.**

**Item 5: On determination of the position of IDGC of Centre, PJSC regarding the agenda item of a meeting of the Board of Directors of JSC “Sanatorium “Energetik”: On approval of the Method of calculation and assessment of key performance indicators of General Director of JSC “Sanatorium “Energetik” in a new edition.**

**Decision:**

To instruct representatives of IDGC of Centre, PJSC at a meeting of the Board of Directors of JSC “Sanatorium “Energetik” regarding the item «On approval of the Method of calculation and assessment of key performance indicators of General Director of JSC “Sanatorium “Energetik” in a new edition» to vote «FOR» taking the following decision:

*«1. To approve the Method of calculation and assessment of key performance indicators of General Director of JSC “Sanatorium “Energetik” in a new edition in accordance with the Appendix to this decision of the Board of Directors of the Company.*

*2. To determine the effective date of the Method of calculation and assessment of key performance indicators of General Director of JSC “Sanatorium “Energetik” in a new edition - from 01.01.2019».*

**Voting results:**

1. Dmitry Borisovich Akopyan - «FOR»
2. Alexander Viktorovich Varvarin - «FOR»
3. Oleg Yuryevich Isaev - «FOR»
4. Alexander Ivanovich Kazakov - «FOR»
5. Alexey Igorevich Pavlov - «FOR»
6. Alexey Viktorovich Rakov - «FOR»
7. Larisa Anatolievna Romanovskaya - «FOR»
8. Maxim Mikhailovich Saukh - «FOR»
9. Denis Alexandrovich Spirin - «ABSTAINED»
10. Roman Alexeyevich Filkin - «ABSTAINED»
11. Alexander Viktorovich Shevchuk - «FOR»

**Total:**

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

**Decision is taken.**

**Item 6: On approval of the Program of measures to reduce electricity losses in the grid complex of IDGC of Centre, PJSC for 2019 and the period up to 2023.**

**Decision:**

To approve the Program of measures to reduce electricity losses in the grid complex of IDGC of Centre, PJSC for 2019 and the period up to 2023 in accordance with Appendix # 5 to this decision of the Board of Directors of IDGC of Centre, PJSC.

**Voting results:**

1. Dmitry Borisovich Akopyan - «FOR»
2. Alexander Viktorovich Varvarin - «FOR»
3. Oleg Yuryevich Isaev - «FOR»
4. Alexander Ivanovich Kazakov - «FOR»
5. Alexey Igorevich Pavlov - «FOR»
6. Alexey Viktorovich Rakov - «FOR»
7. Larisa Anatolievna Romanovskaya - «FOR»
8. Maxim Mikhailovich Saukh - «FOR»
9. Denis Alexandrovich Spirin - «FOR»
10. Roman Alexeyevich Filkin - «FOR»
11. Alexander Viktorovich Shevchuk - «ABSTAINED»

**Total:**

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

**Decision is taken.**

**Appendices:**

1. The report on the conducted self-assessment of the performance of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC for the 2018-2019 corporate year (Appendix # 1).
2. The report «On the status of the Company's Registry of non-core assets in 1Q 2019» (Appendix # 2).
3. The Registry of non-core assets of IDGC of Centre, PJSC as of 31.03.2019 (Appendix # 3).
4. The adjusted proposals of the Company for the planned values of reliability and quality indicators of services rendered for each calculation period of 2020-2024 for IDGC of Centre - Tambovernergo division (Appendix # 4).
5. The Program of measures to reduce electricity losses in the grid complex of IDGC of Centre, PJSC for 2019 and the period up to 2023 (Appendix # 5).

**Chairperson of the Board of Directors  
of IDGC of Centre, PJSC**

**A.I. Kazakov**

**Corporate Secretary  
of IDGC of Centre, PJSC**

**S.V. Lapinskaya**