

MINUTES  
of meeting of the Board of Directors of IDGC of Centre, PJSC  
(in presentia-absentia)

«25» February 2021

Moscow

No. 04/21

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

Place of the meeting: Moscow, Samarskaya St., 1

Video conference at the address: Moscow, Malaya Ordynka St., 15, room 208, 201, Moscow, Belovezhskaya St., 4, room A5-048 (floor 5)

Time of the meeting: **13 hours 00 minutes – 13 hours 45 minutes.**

Participants of the meeting: **A.V. Golovtsov, V.Y. Zarkhin, A.I. Kazakov, D.V. Krainskiy, A.V. Mayorov, I.V. Makovskiy, K.A. Mikhailik, A.I. Pavlov, V.V. Rozhkov, A.V. Shevchuk.**

The written opinion (questionnaire) was taken into account while defining the results: **L.A. Romanovskaya.**

Members who neither participated nor provided questionnaires: **none.**

The quorum **is present.**

Date of the minutes: **25.02.2021.**

The meeting of the Board of Directors of IDGC of Centre, PJSC was led by Chairperson of the Board of Directors of IDGC of Centre, Andrey Vladimirovich Mayorov.

**The following invited persons – the management of IDGC of Centre were present:**

A.G. Aleshin - First Deputy General Director for Economy and Finance

O.A. Danshina - Deputy General Director for Corporate and Legal Activities

A.V. Egorychev - Deputy General Director for Organizational Issues

D.V. Sklyarov - Acting Deputy General Director for Investment

Y.I. Yurikov - Acting First Deputy General Director – Chief Engineer

After the announcement by Chairperson of the meeting of the Board of Directors of the Company, A.V. Mayorov, of the quorum, the meeting of the Board of Directors of the Company was declared open.

**AGENDA:**

**1. On consideration of a draft of the Investment Program of IDGC of Centre, PJSC for 2022-2026 and draft amendments, entered into the Investment Program of IDGC of Centre, PJSC, approved by Order of the Ministry of Energy of Russia of 14.12.2020 № 11@.**

**Item 1. On consideration of a draft of the Investment Program of IDGC of Centre, PJSC for 2022-2026 and draft amendments, entered into the Investment Program of IDGC of Centre, PJSC, approved by Order of the Ministry of Energy of Russia of 14.12.2020 № 11@.**

**Speaker/co-speakers:** – D.V. Sklyarov.

The report (presentation) on the item is stored in the materials for the meeting of the Board of Directors.

**In discussing the report, the comments were received from the following members of the Board of Directors:** A.V. Golovtsov, V.Y. Zarkhin, A.V. Shevchuk and A.V. Mayorov.

**The explanations and answers to the questions were given by:** D.V. Sklyarov.

Based on the results of the presentation of the report on the item, independent members of the Board of Directors of the Company, A.V. Golovtsov, V.Y. Zarkhin and A.V. Shevchuk, noted the high level of preparation of the materials and interaction with the independent directors on the above issue.

**Decision put to vote:**

1. To approve the draft of the Investment Program of IDGC of Centre, PJSC for 2022-2026 and the draft amendments, entered into the Investment Program of IDGC of Centre, PJSC, approved by Order of the Ministry of Energy of Russia of 14.12.2020 №11@ in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

2. To instruct General Director of the Company:

2.1. To ensure approval of the Investment Program of IDGC of Centre, PJSC for 2022-2026 and the draft amendments, entered into the Investment Program of IDGC of Centre, PJSC, approved by Order of the Ministry of Energy of Russia of 14.12.2020 №11@, at the Ministry of Energy of the Russian Federation in accordance with the procedure established by Resolution of the Government of the Russian Federation dated 01.12.2009 № 977 «On investment programs of subjects of the electric power industry».

2.2. To submit a report on the implementation of para. 2.1. of this decision for consideration by the Board of Directors of the Company, indicating the reasons for deviations of the approved Investment Program from the draft Investment Program, approved by the Board of Directors of the Company (if any), within 30 working days after approval of the Investment Program of IDGC of Centre, PJSC for 2022-2026 and the draft amendments, entered into the Investment Program of IDGC of Centre, PJSC, approved by Order of the Ministry of Energy of Russia of 14.12.2020

№ 11@, in accordance with the procedure established by Resolution of the Government of the Russian Federation dated 01.12.2009 № 977 «On investment programs of subjects of the electric power industry».

**Voting results:**

- |                                       |               |
|---------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov    | - «ABSTAINED» |
| 2. Vitaly Yuryevich Zarkhin           | - «ABSTAINED» |
| 3. Alexander Ivanovich Kazakov        | - «FOR»       |
| 4. Daniil Vladimirovich Krainskiy     | - «FOR»       |
| 5. Andrey Vladimirovich Mayorov       | - «FOR»       |
| 6. Igor Vladimirovich Makovskiy       | - «FOR»       |
| 7. Konstantin Alexandrovich Mikhailik | - «FOR»       |
| 8. Alexey Igorevich Pavlov            | - «FOR»       |
| 9. Vasilii Vladimirovich Rozhkov      | - «FOR»       |
| 10. Alexander Viktorovich Shevchuk    | - «ABSTAINED» |

**Voting results by filling in the questionnaires:**

- |                                     |         |
|-------------------------------------|---------|
| 11. Larisa Anatolievna Romanovskaya | - «FOR» |
|-------------------------------------|---------|

**Total:**

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

**Decision is taken.**

Dissenting opinions were received on this item from members of the Board of Directors of the Company, A.V. Golovtsov, V.Y. Zarkhin and A.V. Shevchuk (Appendix # 2).

Further, with the consent of all members of the Board of Directors of the Company present at the meeting, they took into account the information on the implementation of decisions of the Board of Directors adopted at the meetings of the Board of Directors of the

Company in the period from 01.10.2020 to 31.12.2020, presented by Corporate Secretary of the Company in accordance with the Regulation on the Board of Directors of the Company when holding a meeting in the form of joint presence.

The agenda of the meeting of the Board of Directors of IDGC of Centre, PJSC on 25.02.2021 was exhausted.

The meeting of the Board of Directors of the Company was closed.

**Appendices:**

1. The draft of the Investment Program of IDGC of Centre, PJSC for 2022-2026 and the draft amendments, entered into the Investment Program of IDGC of Centre, PJSC, approved by Order of the Ministry of Energy of Russia of 14.12.2020 №11@ (Appendix # 1).
2. The dissenting opinion of the members of the Board of Directors of the Company, A.V. Golovtsov, V.Y. Zarkhin and A.V. Shevchuk, on the agenda item of the meeting of the Board of Directors of the Company (Appendix # 2).

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

**A.V. Mayorov**

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

**S.V. Lapinskaya**