

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

«07» August 2020

Moscow

No. 35/20

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

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

Participants of the voting: **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, L.A. Romanovskaya, A.V. Shevchuk.**

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

The quorum is **present.**

Date of the minutes: **07.08.2020.**

**AGENDA:**

**1. On the formation of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC.**

**Item 1: On the formation of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC.**

**Decision:**

1. To determine the number of members of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC - 11 persons.

**Voting results:**

«**FOR**» - **9** - V.Y. Zarkhin, A.I. Kazakov, D.V. Krainskiy, A.V. Mayorov, I.V. Makovskiy, K.A. Mikhailik, A.I. Pavlov, V.V. Rozhkov, L.A. Romanovskaya.

«**AGAINST**» – **0**

«**ABSTAINED**» - **2** - A.V. Golovtsov, A.V. Shevchuk.

**Decision is taken.**

2. To elect the following personnel of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC<sup>1</sup>:

Alexander Viktorovich Golovtsov - Independent member of the Board of Directors of IDGC of Centre, PJSC

**Voting results:**

«**FOR**» - **11** - 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, L.A. Romanovskaya, A.V. Shevchuk.

«**AGAINST**» – **0**

«**ABSTAINED**» - **0**

**Decision is taken.**

Vitaly Yuryevich Zarkhin - Independent member of the Board of Directors of IDGC of Centre, PJSC

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<sup>1</sup> The 11 members of the Strategy Committee who received the largest number of votes “FOR” during the voting will be considered elected.

**Voting results:**

«FOR» - 11 - 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, L.A. Romanovskaya, A.V. Shevchuk.

«AGAINST» – 0

«ABSTAINED» - 0

**Decision is taken.**

Alexey Nikolayevich Zharikov - Director of Corporate Policy and Work with Shareholders of JSC “Elektrotsentraladka”

**Voting results:**

«FOR» - 4 - A.V. Golovtsov, V.Y. Zarkhin, A.I. Kazakov, A.V. Shevchuk.

«AGAINST» - 0

«ABSTAINED» – 7 – D.V. Krainskiy, A.V. Mayorov, I.V. Makovskiy, K.A. Mikhailik, A.I. Pavlov, V.V. Rozhkov, L.A. Romanovskaya.

**Decision is not taken.**

Anastasiya Igorevna Krupenina - Director for Strategy and Investment of «Five Plus» LLC

**Voting results:**

«FOR» - 10 - A.V. Golovtsov, V.Y. Zarkhin, D.V. Krainskiy, A.V. Mayorov, I.V. Makovskiy, K.A. Mikhailik, A.I. Pavlov, V.V. Rozhkov, L.A. Romanovskaya, A.V. Shevchuk.

«AGAINST» – 0

«ABSTAINED» - 1 – A.I. Kazakov.

**Decision is taken.**

Alexander Viktorovich Shevchuk - Independent member of the Board of Directors of IDGC of Centre, PJSC, Executive Director of Association of Institutional Investors

**Voting results:**

«FOR» - 11 - 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, L.A. Romanovskaya, A.V. Shevchuk.

«AGAINST» – 0

«ABSTAINED» - 0

**Decision is taken.**

Alexander Viktorovich Pilyugin - First Deputy General Director - Chief Engineer of IDGC of Centre, PJSC

**Voting results:**

«FOR» - 10 - 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, L.A. Romanovskaya.

«AGAINST» – 0

«ABSTAINED» - 1 – A.V. Shevchuk.

**Decision is taken.**

Pavel Vladimirovich Grebtsov - Deputy Director General for Economics and Finance of PJSC Rosseti

**Voting results:**

«FOR» - 11 - 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, L.A. Romanovskaya, A.V. Shevchuk.

«AGAINST» – 0

«ABSTAINED» - 0

**Decision is taken.**

Egor Vyacheslavovich Prokhorov - Deputy Director General for Strategy of PJSC Rosseti

**Voting results:**

«FOR» - 11 - 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, L.A. Romanovskaya, A.V. Shevchuk.

«AGAINST» – 0

«ABSTAINED» - 0

**Decision is taken.**

Maria Gennadievna Tikhonova - Deputy Director General for Corporate Governance of PJSC Rosseti

**Voting results:**

«FOR» - 11 - 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, L.A. Romanovskaya, A.V. Shevchuk.

«AGAINST» – 0

«ABSTAINED» - 0

**Decision is taken.**

Daniil Vladimirovich Krainskiy - Deputy Director General for Legal Support of PJSC Rosseti

**Voting results:**

«FOR» - 10 - A.V. Golovtsov, A.I. Kazakov, D.V. Krainskiy, A.V. Mayorov, I.V. Makovskiy, K.A. Mikhailik, A.I. Pavlov, V.V. Rozhkov, L.A. Romanovskaya, A.V. Shevchuk.

«AGAINST» – 0

«ABSTAINED» - 1 – V.Y. Zarkhin

**Decision is taken.**

Dmitry Dmitrievich Mikheev - Head of Services Sale Department of PJSC Rosseti

**Voting results:**

«FOR» - 9 - A.I. Kazakov, D.V. Krainskiy, A.V. Mayorov, I.V. Makovskiy, K.A. Mikhailik, A.I. Pavlov, V.V. Rozhkov, L.A. Romanovskaya, A.V. Shevchuk.

«AGAINST» – 0

«ABSTAINED» - 2 – A.V. Golovtsov, V.Y. Zarkhin

**Decision is taken.**

Vladislav Albertovich Kapitonov - Director for Corporate Finance of PJSC Rosseti

**Voting results:**

«FOR» - 10 - V.Y. Zarkhin, A.I. Kazakov, D.V. Krainskiy, A.V. Mayorov, I.V. Makovskiy, K.A. Mikhailik, A.I. Pavlov, V.V. Rozhkov, L.A. Romanovskaya, A.V. Shevchuk.

«AGAINST» – 0

«ABSTAINED» - 1 – A.V. Golovtsov

**Decision is taken.**

3. To elect Pavel Vladimirovich Grebtsov as Chairman of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC.

**Voting results:**

«FOR» - 9 - A.V. Golovtsov, A.I. Kazakov, D.V. Krainskiy, A.V. Mayorov, I.V.

Makovskiy, K.A. Mikhailik, A.I. Pavlov, V.V. Rozhkov, L.A. Romanovskaya.

«**AGAINST**» – 0

«**ABSTAINED**» - 2 - V.Y. Zarkhin, A.V. Shevchuk.

**Decision is taken.**

**Decision taken regarding the item:**

1. To determine the number of members of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC - 11 persons.
2. To elect the following personnel of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC:

#	Full name	Title
1	Alexander Viktorovich Golovtsov	Independent member of the Board of Directors of IDGC of Centre, PJSC
2	Vitaly Yuryevich Zarkhin	Independent member of the Board of Directors of IDGC of Centre, PJSC
3	Anastasiya Igorevna Krupenina	Director for Strategy and Investment of «Five Plus» LLC
4	Alexander Viktorovich Shevchuk	Independent member of the Board of Directors of IDGC of Centre, PJSC, Executive Director of Association of Institutional Investors
5	Alexander Viktorovich Pilyugin	First Deputy General Director - Chief Engineer of IDGC of Centre, PJSC
6	Pavel Vladimirovich Grebtsov	Deputy Director General for Economics and Finance of PJSC Rosseti
7	Egor Vyacheslavovich Prokhorov	Deputy Director General for Strategy of PJSC Rosseti
8	Maria Gennadiyevna Tikhonova	Deputy Director General for Corporate Governance of PJSC Rosseti
9	Daniil Vladimirovich Krainskiy	Deputy Director General for Legal Support of PJSC Rosseti
10	Dmitry Dmitrievich Mikheev	Head of Services Sale Department of PJSC Rosseti
11	Vladislav Albertovich Kapitonov	Director for Corporate Finance of PJSC Rosseti

3. To elect Pavel Vladimirovich Grebtsov as Chairman of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC.

A dissenting opinion was received on this item from a member of the Board of Directors of the Company, A.V. Shevchuk (Appendix #1).

**Appendix:** The dissenting opinion from the member of the Board of Directors of the Company, A.V. Shevchuk, on the agenda item of the Board of Directors of the Company (Appendix #1).

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

**A.V. Mayorov**

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

**S.V. Lapinskaya**