



Interregional Distribution Grid Company of Centre,
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MINUTES
of meeting of the Strategy and Development Committee
of the Board of Directors of IDGC of Centre, PJSC

16 March 2017

Moscow

No. 03/17

Form of the meeting: absent voting.

Total number of members of the Strategy and Development Committee: 12 persons.

Participants of the voting: A.N. Goncharov, T.P. Dronova, S.Y. Lebedev, A.A. Ozherelev, Y.N. Pankstyanov, S.V. Podlutsky, S.V. Pokrovsky, S.Y. Rummyantsev, N.V. Sedyikh, R.A. Filkin.

Members who did not provide questionnaires: A.V. Gritsenko, T.V. Zobkova.

The quorum is present.

Date of the minutes: 17.03.2017.

AGENDA:

1. On preliminary consideration of the report of General Director of the Company «On management of key operational risks of the Company for 2016».
2. On preliminary consideration of the report of General Director «On the organization and functioning of the internal control system, including the implementation of measures to improve the internal control system and the risk management system, which ensure raising the maturity level of the internal control system and the risk management system in 2016».
3. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the adjusted Innovative Development Program of IDGC of Centre, PJSC for the period of 2016-2020 with an outlook until 2025».

Item 1. On preliminary consideration of the report of General Director of the Company «On management of key operational risks of the Company for 2016».

Decision:

1. To agree upon the report of General Director of the Company «On the management of key operational risks of the Company for 2016» in accordance with Appendix # 1 to this decision of the Strategy and Development Committee.
2. To recommend to the Board of Directors of the Company to take the following decision:
«To take into consideration the report of General Director of the Company «On management of key operational risks of the Company for 2016» in accordance with the Appendix».

Voting results:

- | | |
|-----------------------------------|---------|
| 1. Yury Nikolayevich Pankstyanov | - «FOR» |
| 2. Alexey Nikolayevich Goncharov | - «FOR» |
| 3. Tatiana Petrovna Dronova | - «FOR» |
| 4. Sergey Yuryevich Lebedev | - «FOR» |
| 5. Alexey Alexandrovich Ozherelev | - «FOR» |
| 6. Sergey Vasilyevich Podlutsky | - «FOR» |
| 7. Sergey Vladimirovich Pokrovsky | - «FOR» |
| 8. Sergey Yuryevich Rummyantsev | - «FOR» |
| 9. Nadezhda Vitalyevna Sedykh | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»

«ABSTAINED»

- «0»

Decision is taken.

Item 2. On preliminary consideration of the report of General Director «On the organization and functioning of the internal control system, including the implementation of measures to improve the internal control system and the risk management system, which ensure raising the maturity level of the internal control system and the risk management system in 2016».

Decision:

1. To agree upon the report of General Director of the Company «On the organization and functioning of the internal control system, including the implementation of measures to improve the internal control system and the risk management system, which ensure raising the maturity level of the internal control system and the risk management system in 2016» in accordance with Appendix # 2 to this decision of the Strategy and Development Committee.

2. To recommend to the Board of Directors of the Company to take the following decision:

«To take into consideration the report of General Director of the Company «On the organization and functioning of the internal control system, including the implementation of measures to improve the internal control system and the risk management system, which ensure raising the maturity level of the internal control system and the risk management system in 2016» in accordance with the Appendix».

Voting results:

- | | |
|-----------------------------------|---------|
| 1. Yury Nikolayevich Pankstyanov | - «FOR» |
| 2. Alexey Nikolayevich Goncharov | - «FOR» |
| 3. Tatiana Petrovna Dronova | - «FOR» |
| 4. Sergey Yuryevich Lebedev | - «FOR» |
| 5. Alexey Alexandrovich Ozherelev | - «FOR» |
| 6. Sergey Vasilyevich Podlutsky | - «FOR» |
| 7. Sergey Vladimirovich Pokrovsky | - «FOR» |
| 8. Sergey Yuryevich Rumyantsev | - «FOR» |
| 9. Nadezhda Vitalyevna Sedykh | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR» - «10»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

Item 3. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the adjusted Innovative Development Program of IDGC of Centre, PJSC for the period of 2016-2020 with an outlook until 2025».

Decision:

To recommend to members of the Board of Directors of the Company to take the following decision:

«To approve the adjusted Innovative Development Program of IDGC of Centre, PJSC for the period of 2016-2020 with an outlook until 2025 in accordance with the Appendix».

Voting results:

- | | |
|-----------------------------------|---------------|
| 1. Yury Nikolayevich Pankstyanov | - «FOR» |
| 2. Alexey Nikolayevich Goncharov | - «FOR» |
| 3. Tatiana Petrovna Dronova | - «ABSTAINED» |
| 4. Sergey Yuryevich Lebedev | - «FOR» |
| 5. Alexey Alexandrovich Ozherelev | - «ABSTAINED» |
| 6. Sergey Vasilyevich Podlutsky | - «FOR» |
| 7. Sergey Vladimirovich Pokrovsky | - «ABSTAINED» |

8. Sergey Yuryevich Rumyantsev - «FOR»
9. Nadezhda Vitalyevna Sedykh - «FOR»
10. Roman Alexeyevich Filkin - «ABSTAINED»

Total:

«FOR»	- «6»
«AGAINST»	- «0»
«ABSTAINED»	- «4»

Decision is taken.

Appendices:

1. The report of General Director of the Company «On the management of key operational risks of the Company for 2016» (Appendix # 1).
2. The report of General Director of the Company «On the organization and functioning of the internal control system, including the implementation of measures to improve the internal control system and the risk management system, which ensure raising the maturity level of the internal control system and the risk management system in 2016» (Appendix # 2).

**Chairperson
of the Strategy and Development Committee**

Y.N. Pankstyanov

**Secretary
of the Strategy and Development Committee**

S.V. Lapinskaya