

MINUTES
of meeting of the Strategy Committee
of the Board of Directors of IDGC of Centre, PJSC

27 December 2019

Moscow

No. 18/19

Form of the meeting: absent voting.

Total number of members of the Strategy Committee: 11 persons.

Participants of the voting: A.V. Golovtsov, A.N. Zharikov, V.Y. Zarkhin, D.D. Mikheev, A.I. Pavlov, A.V. Pilyugin, E.V. Prokhorov, O.V. Tikhomirova, I.A. Shagina, A.V. Shevchuk.

Members who provided questionnaires: A.O. Romankov.

The quorum is present.

Date of the minutes: 27.12.2019.

AGENDA:

1. On the recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On consideration of the report «On execution of the Program of measures to reduce electric energy losses at grid facilities of IDGC of Centre, PJSC for 2019 and the period until 2023 in 3Q 2019»».
2. On the recommendation to the Board of Directors of the Company regarding the item «On consideration of the reports «On execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of IDGC of Centre's Group following the results of 9 months of 2019»».
3. On approval of the budget of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for 1H 2020.

Item 1. On the recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On consideration of the report «On execution of the Program of measures to reduce electric energy losses at grid facilities of IDGC of Centre, PJSC for 2019 and the period until 2023 in 3Q 2019»».

Decision:

To recommend that the Board of Directors of the Company take the following decision:

«1. To take into consideration the report of General Director of the Company on execution of the Program of measures to reduce electric energy losses at grid facilities of IDGC of Centre, PJSC for 2019 and the period until 2023 in 3Q 2019 in accordance with the Appendix.

2. To note the failure to fulfill the planned level of losses for 9 months of 2019 at the Company's branches:

- *Lipetskenergo with the planned level of electricity losses of 10.59%, the fact was 11.18%;*
- *Smolenskenergo with the planned level of electricity losses of 11.68%, the fact was 12.01%;*

- Tambovenergo with the planned level of electricity losses of 6.80%, the fact was 7.09%;
 - Yarenergo with the planned level of electricity losses of 8.86%, the fact was 9.27%.
3. To mark the information on the deviations from the level of electricity losses provided for in the Business Plan for 2019 according to the Appendix.
4. According to the results of 2019, General Director of IDGC of Centre, PJSC to ensure the achievement of the level of losses provided for in the Business Plan for 2019, including for all Distribution Zones (in the 0.4-20 kV grid)».

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2. Vitaly Yuryevich Zarkhin | - «AGAINST» |
| 3. Alexey Nikolayevich Zharikov | - «FOR» |
| 4. Dmitry Dmitrievich Mikheev | - «FOR» |
| 5. Alexey Igorevich Pavlov | - «FOR» |
| 6. Alexander Viktorovich Pilyugin | - «FOR» |
| 7. Egor Vyacheslavovich Prokhorov | - «FOR» |
| 8. Olga Vladimirovna Tikhomirova | - «FOR» |
| 9. Irina Alexandrovna Shagina | - «FOR» |
| 10. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

«FOR»	- «8»
«AGAINST»	- «1»
«ABSTAINED»	- «1»

Decision is taken.

Item 2. On the recommendation to the Board of Directors of the Company regarding the item «On consideration of the reports «On execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of IDGC of Centre's Group following the results of 9 months of 2019»».

Decision:

To recommend that the Board of Directors of the Company take the following decision:
«To take into consideration the reports of General Director of the Company «On execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of IDGC of Centre's Group following the results of 9 months of 2019» in accordance with the Appendices».

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «FOR» |
| 2. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 3. Alexey Nikolayevich Zharikov | - «ABSTAINED» |
| 4. Dmitry Dmitrievich Mikheev | - «FOR» |
| 5. Alexey Igorevich Pavlov | - «FOR» |
| 6. Alexander Viktorovich Pilyugin | - «FOR» |
| 7. Egor Vyacheslavovich Prokhorov | - «FOR» |
| 8. Olga Vladimirovna Tikhomirova | - «FOR» |
| 9. Irina Alexandrovna Shagina | - «FOR» |
| 10. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

«FOR»	- «8»
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«AGAINST»	- «0»
«ABSTAINED»	- «2»

Decision is taken.

Item 3. On approval of the budget of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for 1H 2020.

Decision:

To recommend that members of the Board of Directors of IDGC of Centre to approve the budget of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for 1H 2020 in accordance with Appendix # 1 to this decision of the Strategy Committee of the Board of Directors of the Company.

Voting results:

1. Alexander Viktorovich Golovtsov - «FOR»
2. Vitaly Yuryevich Zarkhin - «FOR»
3. Alexey Nikolayevich Zharikov - «FOR»
4. Dmitry Dmitrievich Mikheev - «FOR»
5. Alexey Igorevich Pavlov - «FOR»
6. Alexander Viktorovich Pilyugin - «FOR»
7. Egor Vyacheslavovich Prokhorov - «FOR»
8. Olga Vladimirovna Tikhomirova - «FOR»
9. Irina Alexandrovna Shagina - «FOR»
10. Alexander Viktorovich Shevchuk - «FOR»

Total:

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

Decision is taken.

Appendix: The budget of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for 1H 2020 (Appendix # 1).

**Chairperson
of the Strategy Committee**

E.V. Prokhorov

**Secretary
of the Strategy Committee**

S.V. Lapinskaya