



Interregional Distribution Grid Company of Centre,  
Public Joint-Stock Company  
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**MINUTES**  
of meeting of the Board of Directors of IDGC of Centre, PJSC  
(in the form of absent voting)

«21» September 2018

Moscow

No. 34/18

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, 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: **O.Y. Isaev.**

The quorum is **present.**

Date of the minutes: **21.09.2018.**

**AGENDA:**

- 1.** On consideration of the results of the field audit conducted by the Ministry of Energy of the Russian Federation on the implementation of the investment project and the approved plan of corrective actions to eliminate the identified observations.
- 2.** On prior approval of the decision made by the Company of a transaction, involving the alienation of immovable property of IDGC of Centre, which constitutes the construction in progress that is not used for generation, transmission, dispatch and distribution of electrical and heat energy – an office building, located at the address: Russia, Kursk region, Kursk, Engels – Red Army Street, by public offer at a price below the book value.
- 3.** On coordination of nominations for positions in the Executive Office of the Company, determined by the Board of Directors of the Company».

**Item 1: On consideration of the results of the field audit conducted by the Ministry of Energy of the Russian Federation on the implementation of the investment project and the approved plan of corrective actions to eliminate the identified observations.**

**Decision:**

1. To take into consideration the results of the field audit of the Ministry of Energy of Russia on the implementation of the investment projects "Installation of 1-phase electricity meters at 0.4 kV connections (the PRSU RREE program)" and "Installation of 3-phase electricity meters at 0.4 kV connections (the PRSU RREE program)", provided by the investment program of IDGC of Centre, PJSC for 2016-2020, and the Company's approved plan of corrective actions to eliminate the identified observations (Appendix # 1 to this decision of the Board of Directors of the Company).
2. To instruct the Sole Executive Body of IDGC of Centre, PJSC to submit a report for the consideration of the Board of Directors of IDGC of Centre, PJSC on the progress of elimination of violations/shortcomings/remarks, revealed by the Ministry of Energy of Russia during the field audit of the implementation of the investment projects "Installation of 1-phase electricity meters at 0.4 kV connections (the PRSU RREE program)" and "Installation of 3-phase electricity meters at 0.4 kV connections (the PRSU RREE program)", provided by the investment program of IDGC of Centre, PJSC for 2016-2020,

and the measures taken to prevent further similar violations/shortcomings/remarks.

Deadline: not later than 15.10.2018.

**Voting results:**

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

**Total:**

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

**Decision is taken.**

**Item 2: On prior approval of the decision made by the Company of a transaction, involving the alienation of immovable property of IDGC of Centre, which constitutes the construction in progress that is not used for generation, transmission, dispatch and distribution of electrical and heat energy – an office building, located at the address: Russia, Kursk region, Kursk, Engels – Red Army Street, by public offer at a price below the book value.**

**Decision:**

To approve the decision made by the Company of a transaction, involving the alienation of immovable property of IDGC of Centre, which constitutes the construction in progress that is not used for generation, transmission, dispatch and distribution of electrical and heat energy – an office building, located at the address: Russia, Kursk region, Kursk, Engels – Red Army Street, by public offer at a price below the book value on the following essential conditions:

– the alienated property: the construction in progress – an office building, located at the address: Russia, Kursk region, Kursk, Engels – Red Army Street, inventory number: 33593, 46:29:102251:0025:38:401:002:000335930, 38:401:002:000335930, Letter: A, cadastral (or conditional) number: 46:29:102241:349;

– the book value of the alienated property as of 30.06.2018 was 225 853 683 (Two hundred and twenty-five million eight hundred and fifty-three thousand six hundred and eighty-three) rubles 47 kopecks;

– the method of disposal of the property: sale through a public offer, open by the composition of participants and open in the form of submission of proposals (not in electronic form) in accordance with the requirements of the Procedure for organizing the sale of non-core assets of IDGC of Centre, PJSC;

– the initial price of the offer: the cost equal to the initial price of the failed auction in the amount of 228 000 000 (Two hundred and twenty-eight million) rubles 00 kopecks, excluding VAT;

– the minimum offer price (cut-off price): the cost equal to 50 (fifty) percent of the initial offer in the amount of 114 000 000 (One hundred and fourteen million) rubles 00 kopecks, excluding VAT;

– the value of the price reduction of the initial offer (the step of the price reduction): a fixed amount that makes up 1 (one) percent of the price of the initial offer and

does not change during the whole sale;

– the value of the increase in the price of the initial offer or the price of the offer formed at the step of the reduction (the step of the price increase): a fixed amount that is 10 (ten) percent of the step of the price reduction and which does not change during the whole sale. The step size for raising the price should be a multiple of the step to lower the price;

– the procedure (term) for payment of the alienated property: in cash prior to transfer of the title to the property, within 10 (ten) banking days from the date of signing by the parties of the sale and purchase agreement.

**Voting results:**

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

**Total:**

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

**Decision is taken.**

**Item 3: On coordination of nominations for positions in the Executive Office of the Company, determined by the Board of Directors of the Company.**

**Decision:**

To agree upon the nomination of Manvel Ludvigovich Mazhonts for the position of Deputy General Director of IDGC of Centre – Tverenergo division director.

**Voting results:**

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

**Total:**

«FOR»	- «7»
«AGAINST»	- «0»
«ABSTAINED»	- «3»

**Decision is taken.**

**Appendix:** the Results of the field audit of the Ministry of Energy of Russia on the implementation of the investment projects "Installation of 1-phase electricity meters at 0.4 kV connections (the PRSU RREE program)" and "Installation of 3-phase electricity meters at 0.4 kV connections (the PRSU RREE program)", provided by the investment program of IDGC of Centre, PJSC for 2016-2020, and the

Company's approved plan of corrective actions to eliminate the identified observations (Appendix # 1).

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

**A.I. Kazakov**

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

**S.V. Lapinskaya**