



Interregional Distribution Grid Company of
Centre,
Public Joint-Stock Company
2nd Yamskaya, 4, Moscow, Russia, 127018
Tel.: +7 (495) 747-92-92, Fax: +7 (495)
747-92-95,

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

«24» May 2018

Moscow

No. 17/18

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

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

Participants of the voting: **T.P. Dronova, O.Y. Isaev, Y.N. Mangarov, A.I. Pavlov, A.V. Rakov, M.M. Saukh, P.N. Snikkars, D.A. Spirin, R.A. Filkin, O.V. Shatokhina, A.V. Shevchuk.**

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

The quorum **is present.**

Date of the minutes: **25.05.2018.**

AGENDA:

1. On approval of the report of General Director of the Company «On implementation in 2017 of the Innovative Development Program of IDGC of Centre, PJSC for the period of 2016-2020 with an outlook until 2025» and the Medium-Term Implementation Plan of the Innovative Development Program of IDGC of Centre, PJSC for 2018-2020.
2. On approval of an internal document of the Company - the Regulations of the activity of the Central Purchasing Authority of IDGC of Centre, PJSC in a new edition.
3. On determination of the position of IDGC of Centre, PJSC regarding the agenda items of a meeting of the Board of Directors of JSC «Sanatorium «Energetik»:
 - 3.1. On approval of the report on execution of key performance indicators of General Director of the Company in 4Q 2017 and 2017.
 - 3.2. On consideration of the report on execution of the Business Plan of the Company in 2017.
4. On consideration of the report of General Director of the Company «On provision of insurance coverage in 1Q 2018».
5. On approval of the report of Corporate Secretary of IDGC of Centre, PJSC «On the work performed for the 2017-2018 corporate year».
6. On consideration of the report of General Director of the Company «On the results of the Company's operation through the autumn-winter period of 2017-2018».

Item 1. On approval of the report of General Director of the Company «On implementation in 2017 of the Innovative Development Program of IDGC of Centre, PJSC for the period of 2016-2020 with an outlook until 2025» and the Medium-Term Implementation Plan of the Innovative Development Program of IDGC of Centre, PJSC for 2018-2020.

Decision:

1. To approve the report of General Director of the Company «On implementation in 2017 of the Innovative Development Program of IDGC of Centre, PJSC for the period of 2016-2020 with an outlook until 2025» in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

2. To approve the Medium-Term Implementation Plan of the Innovative Development Program of IDGC of Centre, PJSC for 2018-2020, including a plan of measures for research and (or) development work in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

Voting results:

- | | | |
|-----|--------------------------------|---------------|
| 1. | Tatiana Petrovna Dronova | - «ABSTAINED» |
| 2. | Oleg Yuryevich Isaev | - «FOR» |
| 3. | Yury Nikolayevich Mangarov | - «FOR» |
| 4. | Alexey Igorevich Pavlov | - «FOR» |
| 5. | Alexey Viktorovich Rakov | - «FOR» |
| 6. | Maxim Mikhailovich Saukh | - «FOR» |
| 7. | Pavel Nikolayevich Snikkars | - «FOR» |
| 8. | Denis Alexandrovich Spirin | - «ABSTAINED» |
| 9. | Roman Alexeyevich Filkin | - «ABSTAINED» |
| 10. | Oxana Vladimirovna Shatokhina | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk | - «ABSTAINED» |

Total:

«FOR»	- «7»
«AGAINST»	- «0»
«ABSTAINED»	- «4»

Decision is taken.

Item 2. On approval of an internal document of the Company - the Regulations of the activity of the Central Purchasing Authority of IDGC of Centre, PJSC in a new edition.

Decision:

1. To approve the Regulations of the activity of the Central Purchasing Authority of IDGC of Centre, PJSC in a new edition in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.
2. To recognize the Regulations of the activity of the Central Purchasing Authority of IDGC of Centre, PJSC, approved by the decision of the Board of Directors of the Company on 31.05.2016 (Minutes of 02.06.2016 # 16/16), to have lost force.

Voting results:

- | | | |
|-----|--------------------------------|---------------|
| 1. | Tatiana Petrovna Dronova | - «FOR» |
| 2. | Oleg Yuryevich Isaev | - «FOR» |
| 3. | Yury Nikolayevich Mangarov | - «FOR» |
| 4. | Alexey Igorevich Pavlov | - «FOR» |
| 5. | Alexey Viktorovich Rakov | - «FOR» |
| 6. | Maxim Mikhailovich Saukh | - «FOR» |
| 7. | Pavel Nikolayevich Snikkars | - «ABSTAINED» |
| 8. | Denis Alexandrovich Spirin | - «ABSTAINED» |
| 9. | Roman Alexeyevich Filkin | - «ABSTAINED» |
| 10. | Oxana Vladimirovna Shatokhina | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk | - «ABSTAINED» |

Total:

«FOR»	- «7»
«AGAINST»	- «0»
«ABSTAINED»	- «4»

Decision is taken.

Item 3: On determination of the position of IDGC of Centre, PJSC regarding the agenda items of a meeting of the Board of Directors of JSC “Sanatorium “Energetik”:

3.1. On approval of the report on execution of key performance indicators of General Director of the Company in 4Q 2017 and 2017.

Decision regarding item 3.1:

3.1. To instruct representatives of IDGC of Centre, PJSC at the meeting of the Board of Directors of JSC “Sanatorium “Energetik” regarding the item «On approval of the report of General Director of the Company «On execution of key performance indicators of General Director of the Company in 4Q 2017 and 2017» to vote «FOR» taking the following decision:

«To approve the report of General Director of the Company «On execution of key performance indicators of General Director of the Company in 4Q 2017 and 2017» in accordance with the Appendix to this decision of the Board of Directors of the Company».

Voting results:

- | | | |
|-----|--------------------------------|---------------|
| 1. | Tatiana Petrovna Dronova | - «FOR» |
| 2. | Oleg Yuryevich Isaev | - «FOR» |
| 3. | Yury Nikolayevich Mangarov | - «FOR» |
| 4. | Alexey Igorevich Pavlov | - «FOR» |
| 5. | Alexey Viktorovich Rakov | - «FOR» |
| 6. | Maxim Mikhailovich Saukh | - «FOR» |
| 7. | Pavel Nikolayevich Snikkars | - «ABSTAINED» |
| 8. | Denis Alexandrovich Spirin | - «ABSTAINED» |
| 9. | Roman Alexeyevich Filkin | - «ABSTAINED» |
| 10. | Oxana Vladimirovna Shatokhina | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

Decision regarding item 3.1. is taken.

3.2. On consideration of the report on execution of the Business Plan of the Company in 2017.

Decision regarding item 3.2:

3.2. To instruct representatives of IDGC of Centre, PJSC at the meeting of the Board of Directors of JSC “Sanatorium “Energetik” regarding the item «On consideration of the report on execution of the Business Plan of JSC “Sanatorium “Energetik” in 2017» to vote «FOR» taking the following decision:

«To take into consideration the report of General Director of the Company «On execution of the Business Plan of the Company in 2017» in accordance with the Appendix to this decision of the Board of Directors of the Company».

Voting results:

- | | | |
|-----|--------------------------------|---------------|
| 1. | Tatiana Petrovna Dronova | - «FOR» |
| 2. | Oleg Yuryevich Isaev | - «FOR» |
| 3. | Yury Nikolayevich Mangarov | - «FOR» |
| 4. | Alexey Igorevich Pavlov | - «FOR» |
| 5. | Alexey Viktorovich Rakov | - «FOR» |
| 6. | Maxim Mikhailovich Saukh | - «FOR» |
| 7. | Pavel Nikolayevich Snikkars | - «ABSTAINED» |
| 8. | Denis Alexandrovich Spirin | - «ABSTAINED» |
| 9. | Roman Alexeyevich Filkin | - «ABSTAINED» |
| 10. | Oxana Vladimirovna Shatokhina | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

Decision regarding item 3.2. is taken.

Item 4. On consideration of the report of General Director of the Company «On provision of insurance coverage in 1Q 2018».**Decision:**

To take into consideration the report of General Director of the Company «On provision of insurance coverage in 1Q 2018» in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

Voting results:

1. Tatiana Petrovna Dronova - «FOR»
2. Oleg Yuryevich Isaev - «FOR»
3. Yury Nikolayevich Mangarov - «FOR»
4. Alexey Igorevich Pavlov - «FOR»
5. Alexey Viktorovich Rakov - «FOR»
6. Maxim Mikhailovich Saukh - «FOR»
7. Pavel Nikolayevich Snikkars - «FOR»
8. Denis Alexandrovich Spirin - «FOR»
9. Roman Alexeyevich Filkin - «FOR»
10. Oxana Vladimirovna Shatokhina - «FOR»
11. Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR»	- «11»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

Decision is taken.

Item 5. On approval of the report of Corporate Secretary of IDGC of Centre, PJSC «On the work performed for the 2017-2018 corporate year».**Decision:**

To approve the report of Corporate Secretary of IDGC of Centre, PJSC «On the work performed for the 2017-2018 corporate year» in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

Voting results:

1. Tatiana Petrovna Dronova - «FOR»
2. Oleg Yuryevich Isaev - «FOR»
3. Yury Nikolayevich Mangarov - «FOR»
4. Alexey Igorevich Pavlov - «FOR»
5. Alexey Viktorovich Rakov - «FOR»
6. Maxim Mikhailovich Saukh - «FOR»
7. Pavel Nikolayevich Snikkars - «FOR»
8. Denis Alexandrovich Spirin - «FOR»
9. Roman Alexeyevich Filkin - «FOR»
10. Oxana Vladimirovna Shatokhina - «FOR»
11. Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR»	- «11»
«AGAINST»	- «0»

«ABSTAINED»

- «0»

Decision is taken.

Item 6. On consideration of the report of General Director of the Company «On the results of the Company's operation through the autumn-winter period of 2017-2018».

Decision:

To take into consideration the report of General Director of the Company «On the results of the Company's operation through the autumn-winter period of 2017-2018» in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

Voting results:

- | | | |
|-----|--------------------------------|---------|
| 1. | Tatiana Petrovna Dronova | - «FOR» |
| 2. | Oleg Yuryevich Isaev | - «FOR» |
| 3. | Yury Nikolayevich Mangarov | - «FOR» |
| 4. | Alexey Igorevich Pavlov | - «FOR» |
| 5. | Alexey Viktorovich Rakov | - «FOR» |
| 6. | Maxim Mikhailovich Saukh | - «FOR» |
| 7. | Pavel Nikolayevich Snikkars | - «FOR» |
| 8. | Denis Alexandrovich Spirin | - «FOR» |
| 9. | Roman Alexeyevich Filkin | - «FOR» |
| 10. | Oxana Vladimirovna Shatokhina | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

«FOR»

- «11»

«AGAINST»

- «0»

«ABSTAINED»

- «0»

Decision is taken.

Appendices:

1. The report of General Director of the Company «On implementation in 2017 of the Innovative Development Program of IDGC of Centre, PJSC for the period of 2016-2020 with an outlook until 2025» (Appendix #1).
2. The Medium-Term Implementation Plan of the Innovative Development Program of IDGC of Centre, PJSC for 2018-2020, including a plan of measures for research and (or) development work (Appendix # 2).
3. The Regulations of the activity of the Central Purchasing Authority of IDGC of Centre, PJSC in a new edition (Appendix # 3).
4. The report of General Director of the Company «On provision of insurance coverage in 1Q 2018» (Appendix # 4).
5. The report of Corporate Secretary of IDGC of Centre, PJSC «On the work performed for the 2017-2018 corporate year» (Appendix # 5).
6. The report of General Director of the Company «On the results of the Company's operation through the autumn-winter period of 2017-2018» (Appendix # 6).

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

Y.N. Mangarov

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

S.V. Lapinskaya