



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)

«26» June 2019

Moscow

No. 22/19

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

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

Participants of the voting: **A.V. Varvarin, A.V. Golovtsov, V.Y. Zarkhin, A.I. Kazakov, A.V. Logatkin, I.V. Makovskiy, A.I. Pavlov, L.A. Romanovskaya, M.M. Saukh, D.A. Chevkin, A.V. Shevchuk.**

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

The quorum **is present.**

Date of the minutes: **26.06.2019.**

AGENDA:

1. On the prior approval of the decision made by the Company of a transaction, involving the purchase of property, which constitutes the fixed assets that are used for transmission and distribution of electric energy – electric grid facilities, located on the territory in the Orel region, belonging to JSC GT Energo.

Item 1: On the prior approval of the decision made by the Company of a transaction, involving the purchase of property, which constitutes the fixed assets that are used for transmission and distribution of electric energy – electric grid facilities, located on the territory in the Orel region, belonging to JSC GT Energo.

Decision:

1. To approve the decision made by IDGC of Centre, PJSC of a transaction, involving the purchase of property, which constitutes the fixed assets that are used for transmission and distribution of electric energy – electric grid facilities, located on the territory in the Orel region, belonging to JSC GT Energo, on the following conditions:

Composition of the acquired property:

Movable and immovable property constituting fixed assets, the purpose of which is transmission and distribution of electric energy in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

Counterparty: Joint-Stock Company GT Energo (JSC GT Energo).

Transaction price: 99 837 020 (Ninety nine million eight hundred thirty seven thousand twenty) rubles 00 kopecks, including VAT of 16 637 020 (Sixteen million six hundred thirty seven thousand twenty rubles) rubles 00 kopecks.

Method of acquisition: by entering into an agreement of sale and purchase.

Procedure for the property transfer: the ownership of the property is transferred in the manner prescribed by the legislation of the Russian Federation.

2. To instruct General Director of IDGC of Centre, PJSC, upon the completion of the transaction, to submit for consideration of the Board of Directors of IDGC of Centre, PJSC simultaneously with the Business Plan Performance Report for the year following the transaction year, a report about the actual achievement of effects of the transaction in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

Voting results:

1. Alexander Viktorovich Varvarin - «FOR»
2. Alexander Viktorovich Golovtsov - «ABSTAINED»
3. Vitaly Yuryevich Zarkhin - «ABSTAINED»
4. Alexander Ivanovich Kazakov - «FOR»
5. Andrey Vyacheslavovich Logatkin - «FOR»
6. Igor Vladimirovich Makovskiy - «FOR»
7. Alexey Igorevich Pavlov - «FOR»
8. Larisa Anatolievna Romanovskaya - «FOR»
9. Maxim Mikhailovich Saukh - «FOR»
10. Dmitry Alexandrovich Chevkin - «FOR»
11. Alexander Viktorovich Shevchuk - «ABSTAINED»

Total:

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

Decision is taken.

Dissenting opinions were received on this item from the members of the Board of Directors of the Company: A.V. Golovtsov, V.Y. Zarkhin and A.V. Shevchuk (Appendices ## 3-5).

Appendices:

1. The list of movable and immovable property constituting fixed assets, the purpose of which is transmission and distribution of electric energy (Appendix # 1).
2. The form of a report about the actual achievement of effects of the transaction (Appendix # 2).
3. The dissenting opinions from the members of the Board of Directors of the Company on this agenda item of the Board of Directors: A.V. Golovtsov, V.Y. Zarkhin and A.V. Shevchuk (Appendices ## 3-5).

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

A.I. Kazakov

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

S.V. Lapinskaya