

MINUTES

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

09 September 2020

Moscow

No. 14/20

Form of the meeting: absent voting.**Total number of members of the Strategy Committee:** 11 persons.**Participants of the voting:** A.V. Golovtsov, P.V. Grebtsov, V.Y. Zarkhin, V.A. Kapitonov, D.V. Krainskiy, A.I. Krupenina, D.D. Mikheev, A.V. Pilyugin, E.V. Prokhorov, M.G. Tikhonova, A.V. Shevchuk.**Members who provided questionnaires:** none.**The quorum** is present.**Date of the minutes:** 09.09.2020.**AGENDA:**

1. On election of Deputy Chairman of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC.
2. On approval of the Work Plan of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for the 2020-2021 corporate year.
3. On approval of the budget of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2020.
4. On recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On approval of the target Program to reduce electric energy losses of IDGC of Centre, PJSC for 2020 and the period until 2024».
5. On recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On approval of the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity transmission services and settlement of disputes established by 01.07.2020».

Item 1. On election of Deputy Chairman of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC.**Decision:**

To elect Egor Vyacheslavovich Prokhorov as Deputy Chairman of the Strategy Committee of the Board of Directors of the Company.

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «FOR» |
| 2. Pavel Vladimirovich Grebtsov | - «FOR» |
| 3. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 4. Vladislav Albertovich Kapitonov | - «FOR» |
| 5. Daniil Vladimirovich Krainskiy | - «FOR» |
| 6. Anastasiya Igorevna Krupenina | - «FOR» |
| 7. Dmitry Dmitrievich Mikheev | - «FOR» |
| 8. Alexander Viktorovich Pilyugin | - «FOR» |
| 9. Egor Vyacheslavovich Prokhorov | - «FOR» |
| 10. Maria Gennadievna Tikhonova | - «FOR» |
| 11. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.

Item 2. On approval of the Work Plan of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for the 2020-2021 corporate year.

Decision:

To approve the Work Plan of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for the 2020-2021 corporate year in accordance with Appendix # 1 to this decision of the Strategy Committee.

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «FOR» |
| 2. Pavel Vladimirovich Grebtsov | - «FOR» |
| 3. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 4. Vladislav Albertovich Kapitonov | - «FOR» |
| 5. Daniil Vladimirovich Krainskiy | - «FOR» |
| 6. Anastasiya Igorevna Krupenina | - «FOR» |
| 7. Dmitry Dmitrievich Mikheev | - «FOR» |
| 8. Alexander Viktorovich Pilyugin | - «FOR» |
| 9. Egor Vyacheslavovich Prokhorov | - «FOR» |
| 10. Maria Gennadijevna Tikhonova | - «FOR» |
| 11. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

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 2H 2020.

Decision:

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

«To approve the budget of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2020 in accordance with the Appendix».

Voting results:

- | | |
|------------------------------------|---------|
| 1. Alexander Viktorovich Golovtsov | - «FOR» |
| 2. Pavel Vladimirovich Grebtsov | - «FOR» |
| 3. Vitaly Yuryevich Zarkhin | - «FOR» |
| 4. Vladislav Albertovich Kapitonov | - «FOR» |
| 5. Daniil Vladimirovich Krainskiy | - «FOR» |
| 6. Anastasiya Igorevna Krupenina | - «FOR» |
| 7. Dmitry Dmitrievich Mikheev | - «FOR» |
| 8. Alexander Viktorovich Pilyugin | - «FOR» |
| 9. Egor Vyacheslavovich Prokhorov | - «FOR» |
| 10. Maria Gennadijevna Tikhonova | - «FOR» |
| 11. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

Decision is taken.

Item 4. On recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On approval of the target Program to reduce electric energy losses of IDGC of Centre, PJSC for 2020 and the period until 2024».

Decision:

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

«1. To approve the target Program to reduce electric energy losses of IDGC of Centre, PJSC for 2020 and the period until 2024, in accordance with Appendix.

2. To recognize as invalid the target Program to reduce electric energy losses of IDGC of Centre, PJSC for 2019 and the period until 2023, approved by the decision of the Board of Directors of the Company on 19.04.2019 (Minutes # 14/19)».

2. To recognize as invalid the decision of the Strategy Committee of the Board of Directors of the Company taken on 26.05.2020 (Minutes # 10/20 of 27.05.2020) regarding item # 1.

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2. Pavel Vladimirovich Grebtsov | - «FOR» |
| 3. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 4. Vladislav Albertovich Kapitonov | - «FOR» |
| 5. Daniil Vladimirovich Krainskiy | - «FOR» |
| 6. Anastasiya Igorevna Krupenina | - «ABSTAINED» |
| 7. Dmitry Dmitrievich Mikheev | - «FOR» |
| 8. Alexander Viktorovich Pilyugin | - «FOR» |
| 9. Egor Vyacheslavovich Prokhorov | - «FOR» |
| 10. Maria Gennadiyevna Tikhonova | - «FOR» |
| 11. Alexander Viktorovich Shevchuk | - «AGAINST» |

Total:

«FOR»	- «7»
«AGAINST»	- «1»
«ABSTAINED»	- «3»

Decision is taken.

A dissenting opinion was received on this item from a member of the Strategy Committee of the Board of Directors of the Company, A.V. Shevchuk (Appendix # 2).

Item 5. On recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On approval of the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity transmission services and settlement of disputes established by 01.07.2020».

Decision:

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

«1. To approve the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity transmission services and settlement of disputes established by 01.07.2020, in accordance with the Appendix.

2. To take into consideration the report of General Director of the Company on execution of the Schedule of activities of IDGC of Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.04.2020, approved by the decision of the Board of Directors of the Company on 30.06.2020 (Minutes # 30/20), in accordance with the Appendix.

3. To mark at the end of 2Q 2020:

- the non-fulfillment by the Company of the planned indicator “reduction of differences” (with the plan of 69,5 million rubles, the actual value was 15,4 million rubles);

- the poor planning by the Company of the indicator “repayment/reduction of overdue debt” (with the plan of 771,1 million rubles, the actual value was 1 576,6 million rubles).

4. To take into consideration the report of General Director of the Company on the work performed by IDGC of Centre, PJSC in relation to newly created overdue accounts receivable for electricity transmission services in 2Q 2020 in accordance with the Appendix.

5. To take into consideration the report of General Director of the Company on the repayment in 1H 2020 of overdue accounts receivable, formed on 01.01.2020, in accordance with the Appendix.

6. To mark the fulfillment by the Company according to the results of the first half of 2020 of the planned indicator of the repayment of overdue accounts receivable, formed on 01.01.2020 (with the plan of 1 294,3 million rubles, the actual repayment was 1 507,1 million rubles)».

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2. Pavel Vladimirovich Grebtsov | - «FOR» |
| 3. Vitaly Yuryevich Zarkhin | - «AGAINST» |
| 4. Vladislav Albertovich Kapitonov | - «FOR» |
| 5. Daniil Vladimirovich Krainskiy | - «FOR» |
| 6. Anastasiya Igorevna Krupenina | - «ABSTAINED» |
| 7. Dmitry Dmitrievich Mikheev | - «FOR» |
| 8. Alexander Viktorovich Pilyugin | - «FOR» |
| 9. Egor Vyacheslavovich Prokhorov | - «FOR» |
| 10. Maria Gennadievna Tikhonova | - «FOR» |
| 11. Alexander Viktorovich Shevchuk | - «AGAINST» |

Total:

«FOR»	- «7»
«AGAINST»	- «2»
«ABSTAINED»	- «2»

Decision is taken.

Dissenting opinions were received on this item from members of the Strategy Committee of the Board of Directors of the Company, A.V. Shevchuk and A.V. Golovtsov (Appendices ## 2-3).

Appendices:

1. The Work Plan of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for the 2020-2021 corporate year (Appendix # 1).
2. The dissenting opinion from the member of the Strategy Committee of the Board of Directors of the Company, A.V. Shevchuk, on agenda items ## 4-5 of the Strategy Committee of the Board of Directors of the Company (Appendix # 2).
3. The dissenting opinion from the member of the Strategy Committee of the Board of Directors of the Company, A.V. Golovtsov, on agenda item # 5 of the Strategy Committee of the Board of Directors of the Company (Appendix # 3).

**Chairperson
of the Strategy Committee**

P.V. Grebtsov

**Secretary
of the Strategy Committee**

S.V. Lapinskaya