

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

«31» December 2019

Moscow

No. 49/19

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: **31.12.2019.**

**AGENDA:**

1. On preliminary approval of the Agreement on the procedure for collective bargaining at IDGC of Centre, PJSC.
2. On consideration of 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.
3. On approval of nomination of the Insurer of IDGC of Centre, PJSC.
4. On approval of the Business Plan of IDGC of Centre, PJSC for 2020 and forecast indicators for 2021-2024.

**Item 1: On preliminary approval of the Agreement on the procedure for collective bargaining at IDGC of Centre, PJSC.**

**Decision:**

Tentatively to approve the Agreement on the procedure for collective bargaining at IDGC of Centre, PJSC in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

**Voting results:**

- |                                    |               |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Varvarin  | - «FOR»       |
| 2. Alexander Viktorovich Golovtsov | - «FOR»       |
| 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»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

**Decision is taken.**

**Item 2: On consideration of 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.**

**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 Appendix # 2 to this decision of the Board of Directors of the Company.

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

- Lipetskenenergo 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, in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

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 Varvarin  | - «FOR»     |
| 2. Alexander Viktorovich Golovtsov | - «FOR»     |
| 3. Vitaly Yuryevich Zarkhin        | - «AGAINST» |
| 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 | - «FOR»     |

**Total:**

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

**Decision is taken.**

**Item 3: On approval of nomination of the Insurer of IDGC of Centre, PJSC.**

**Decision:**

To approve the following nominee as the Company's Insurer:

Type of insurance	Insurance company	Period of insurance (period of issue of policies of insurance)
Compulsory civil liability insurance for vehicle owners (CMTPL)	SOGAZ	01.01.2020-31.03.2020

**Voting results:**

- |                                    |               |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Varvarin  | - «FOR»       |
| 2. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 3. Vitaly Yuryevich Zarkhin        | - «AGAINST»   |
| 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»	- «1»
«ABSTAINED»	- «2»

**Decision is taken.**

**Item 4: On approval of the Business Plan of IDGC of Centre, PJSC for 2020 and forecast indicators for 2021-2024.**

**Decision:**

1. To approve the Business Plan of IDGC of Centre, PJSC for 2020 and forecast indicators for 2021-2024 in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.
2. To instruct General Director of IDGC of Centre, PJSC to analyze the Business Plan of IDGC of Centre, PJSC for 2020 and forecast indicators for 2021-2024 for their compliance with the Development Strategy of Public Joint-Stock Company Rosseti and its subsidiaries and affiliates (Rosseti's Group of Companies) for the period until 2030 and the need for their updating. To present the results of the analysis for consideration by the Board of Directors of IDGC of Centre, PJSC.

**Voting results:**

- |     |                                 |             |
|-----|---------------------------------|-------------|
| 1.  | Alexander Viktorovich Varvarin  | - «FOR»     |
| 2.  | Alexander Viktorovich Golovtsov | - «AGAINST» |
| 3.  | Vitaly Yuryevich Zarkhin        | - «AGAINST» |
| 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  | - «AGAINST» |

**Total:**

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

**Decision is taken.**

Dissenting opinions were received on this item from members of the Board of Directors of the Company, A.V. Golovtsov and A.V. Shevchuk (Appendices ##5-6).

**Appendices:**

1. The Agreement on the procedure for collective bargaining at IDGC of Centre, PJSC (Appendix # 1).
2. 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 (Appendix # 2).
3. The information on the deviations from the level of electricity losses provided for in the Business Plan for 2019 (Appendix # 3).
4. The Business Plan of IDGC of Centre, PJSC for 2020 and forecast indicators for 2021-2024 (Appendix # 4).
5. The dissenting opinions on the item of the agenda of the Board of Directors of the Company from the

members of the Board of Directors of the Company, A.V. Golovtsov and A.V. Shevchuk (Appendices ## 5-6).

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

**A.I. Kazakov**

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

**S.V. Lapinskaya**