



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 Strategy and Development Committee
of the Board of Directors of IDGC of Centre, PJSC

28 August 2017

Moscow

No. 14/17

Form of the meeting: joint presence.

Time of the meeting: 13 hours 00 minutes – 15 hours 20 minutes.

Venue: Moscow, 2nd Yamskaya, 4, Floor 5, Room 507.

Video conference A5-048 at the address: Moscow, Belovezhskaya str. 4 (PJSC «Rosseti»)

Total number of members of the Strategy and Development Committee: 10 persons.

Participants of the meeting: E.A. Olkhovich, I.A. Shagina (Video conference), A.N. Zharikov, D.S. Kapustin (Video conference), S.V. Podlutsky (Video conference), S.V. Pokrovsky, S.Y. Rumyantsev, Y.A. Savvin (Video conference), R.A. Filkin.

The written opinion (questionnaire) of the following members was taken into account while defining the results: no.

Members who neither participated in the meeting nor provided questionnaires: P.N. Snikkars.

The quorum is present.

Date of the minutes: 28.08.2017.

The meeting of the Strategy and Development Committee was audiotaped (hereinafter – the Committee), which is stored in the materials to the meeting of the Committee.

The meeting of the Strategy and Development Committee was chaired by Chairperson of the Strategy and Development Committee, Evgeny Alexandrovich Olkhovich.

The following representatives of the management of IDGC of Centre, PJSC were present:

A.K. Akhmedova - Deputy General Director for Legal Provision

V.A. Gorev - Acting Deputy General Director for Capital Construction

I.V. Gromova - Deputy General Director for Human Resources and Organizational Design

E.V. Kabanova - Deputy General Director for Development and Sale of Services

K.A. Mikhailik - First Deputy General Director

V.V. Ozhkalo - Deputy General Director for Security

A.V. Pilyugin - First Deputy General Director - Chief Engineer

D.V. Sklyarov - Deputy General Director for Investment

L.A. Sklyarova - Chief Accountant - Head of Financial and Tax Accounting and Reporting Department

O.V. Tikhomirova - Deputy General Director for Economy and Finance

S.N. Sharapov - Deputy General Director for Corporate Governance

At the beginning of the meeting Chairperson of the Strategy and Development Committee, E.A. Olkhovich, informed the audience about the presence of a quorum for the meeting of the Committee, and opened the meeting.

AGENDA:

1. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the report of General Director of the Company «On execution of the Company's Business Plan in 1H 2017 (including information about key operational risks)»».
2. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the report of General Director of the Company «On execution of the Company's Investment Program in 2Q and 1H 2017»».
3. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the Scenario conditions for formation of the Business Plan of IDGC of Centre, PJSC for 2018 and forecast indicators for 2019-2022»».

Item 1. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the report of General Director of the Company «On execution of the Company's Business Plan in 1H 2017 (including information about key operational risks)»».

Speaker - O.V. Tikhomirova.

The report (presentation) on the item is stored in the materials for the meeting of the Committee.

In discussing the reports the questions were received from the following members of the Committee: R.A. Filkin, Y.A. Savvin, D.S. Kapustin, S.V. Pokrovsky, E.A. Olkhovich.

The explanations and answers to the questions were given by: O.V. Tikhomirova, L.A. Sklyarova, E.V. Kabanova, A.V. Pilyugin, K.A. Mikhailik, S.Y. Rumyantsev.

Decision (put for voting):

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

«To approve the report of General Director of the Company «On execution of the Company's Business Plan in 1H 2017 (including information about key operational risks)» in accordance with the Appendices».

2. To note the implementation of three key operational risks in the first half of 2017, to recommend to General Director of the Company to take measures to prevent / minimize the implementation of these risks, as well as other risks that have a significant and critical level of materiality, following the results of 2017».

Voting results at the meeting:

- | | |
|-----------------------------------|---------|
| 1. Alexey Nikolayevich Zharikov | - «FOR» |
| 2. Dmitry Sergeevich Kapustin | - «FOR» |
| 3. Evgeny Alexandrovich Olkhovich | - «FOR» |
| 4. Sergey Vasilyevich Podlutsky | - «FOR» |
| 5. Sergey Vladimirovich Pokrovsky | - «FOR» |
| 6. Sergey Yuryevich Rumyantsev | - «FOR» |
| 7. Yury Alexandrovich Savvin | - «FOR» |
| 8. Irina Alexandrovna Shagina | - «FOR» |
| 9. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

Decision is taken.

Item 2. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the report of General Director of the Company «On execution of the Company’s Investment Program in 2Q and 1H 2017».

Speaker – V.A. Gorev.

The report (presentation) on the item is stored in the materials for the meeting of the Committee.

In discussing the reports the questions were received from the following members of the Committee: S.V. Pokrovsky, R.A. Filkin, S.V. Podlutsky, E.A. Olkhovich.

The explanations and answers to the questions were given by: A.V. Pilyugin, V.A. Gorev, E.V. Kabanova, O.V. Tikhomirova, S.Y. Rumyantsev.

Decision (put for voting):

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

«1. To approve the report of General Director of the Company «On approval of the report of General Director of the Company «On execution of the Company’s Investment Program in 2Q and 1H 2017» in accordance with the Appendix.

2. To mark the deviations from the planned parameters in the reporting period when implementing the approved Investment Program of the Company (the deviations, in connection with the execution of grid connection contracts, are not taken into account):

2.1. non-fulfillment of the planned volume of financing for 112 investment projects for a total amount of 245 million rubles;

2.2. unplanned development of capital investments for 7 investment projects for a total of 44.4 million rubles;

2.3. failure to meet the planned volume of development of capital investments for 77 investment projects for a total of 157.7 million rubles.

3. To instruct General Director of the Company to submit to the next meeting of the Company’s Board of Directors a report on causes of the deviations from the planned parameters specified in para. 2, established in the implementation of the approved Investment Program of the Company».

Voting results at the meeting:

- | | |
|-----------------------------------|---------|
| 1. Alexey Nikolayevich Zharikov | - «FOR» |
| 2. Dmitry Sergeevich Kapustin | - «FOR» |
| 3. Evgeny Alexandrovich Olkhovich | - «FOR» |
| 4. Sergey Vasilyevich Podlutsky | - «FOR» |
| 5. Sergey Vladimirovich Pokrovsky | - «FOR» |
| 6. Sergey Yuryevich Rumyantsev | - «FOR» |
| 7. Yury Alexandrovich Savvin | - «FOR» |
| 8. Irina Alexandrovna Shagina | - «FOR» |
| 9. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

Decision is taken.

Item 3. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the Scenario conditions for formation of the Business Plan of IDGC of Centre, PJSC for 2018 and forecast indicators for 2019-2022».

Decision (put for voting):

To defer the consideration of the item at a later date.

Voting results at the meeting:

- | | |
|---------------------------------|---------|
| 1. Alexey Nikolayevich Zharikov | - «FOR» |
|---------------------------------|---------|

- | | |
|-----------------------------------|---------|
| 2. Dmitry Sergeevich Kapustin | - «FOR» |
| 3. Evgeny Alexandrovich Olkhovich | - «FOR» |
| 4. Sergey Vasilyevich Podlutsky | - «FOR» |
| 5. Sergey Vladimirovich Pokrovsky | - «FOR» |
| 6. Sergey Yuryevich Rumyantsev | - «FOR» |
| 7. Yury Alexandrovich Savvin | - «FOR» |
| 8. Irina Alexandrovna Shagina | - «FOR» |
| 9. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

Decision is taken.

The agenda of the meeting of the Committee on 28.08.2017 was exhausted.
The meeting of the Committee was adjourned.

**Chairperson
of the Strategy and Development Committee**

E.A. Olkhovich

**Secretary
of the Strategy and Development Committee**

S.V. Lapinskaya