

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

«26» February 2021

Moscow

No. 05/21

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

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

Participants of the voting: **A.V. Golovtsov, V.Y. Zarkhin, A.I. Kazakov, D.V. Krainskiy, A.V. Mayorov, I.V. Makovskiy, K.A. Mikhailik, A.I. Pavlov, V.V. Rozhkov, L.A. Romanovskaya, A.V. Shevchuk.**

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

The quorum is **present.**

Date of the minutes: **26.02.2021.**

**AGENDA:**

1. On consideration of the report of General Director of the Company on the specifics of participation in 4Q 2020 of small and medium-sized businesses in the procurement of goods, works, services by certain types of legal entities in terms of payment terms for contracts concluded by customers with small and medium-sized businesses based on the results of procurement.
2. On consideration of the results of the on-site inspection by the Ministry of Energy of Russia of the implementation of the investment project and the plan of corrective measures to eliminate the identified deviations by the Company.
3. On coordination of holding positions in governing bodies of other organizations by members of the Management Board of the Company.
4. On approval of an internal document of the Company - the Risk Management Policy of IDGC of Centre, PJSC in a new edition.

**Item 1. On consideration of the report of General Director of the Company on the specifics of participation in 4Q 2020 of small and medium-sized businesses in the procurement of goods, works, services by certain types of legal entities in terms of payment terms for contracts concluded by customers with small and medium-sized businesses based on the results of procurement.**

**Decision:**

To take into consideration the report of General Director of the Company on the specifics of participation in 4Q 2020 of small and medium-sized businesses in the procurement of goods, works, services by certain types of legal entities in terms of payment terms for contracts concluded by customers with small and medium-sized businesses based on the results of procurement in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

**Voting results:**

- |                                       |               |
|---------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov    | - «ABSTAINED» |
| 2. Vitaly Yuryevich Zarkhin           | - «ABSTAINED» |
| 3. Alexander Ivanovich Kazakov        | - «FOR»       |
| 4. Daniil Vladimirovich Krainskiy     | - «FOR»       |
| 5. Andrey Vladimirovich Mayorov       | - «FOR»       |
| 6. Igor Vladimirovich Makovskiy       | - «FOR»       |
| 7. Konstantin Alexandrovich Mikhailik | - «FOR»       |
| 8. Alexey Igorevich Pavlov            | - «FOR»       |
| 9. Vasilij Vladimirovich Rozhkov      | - «FOR»       |

10. Larisa Anatolievna Romanovskaya - «FOR»  
 11. Alexander Viktorovich Shevchuk - «ABSTAINED»

**Total:**

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

**Decision is taken.**

**Item 2. On consideration of the results of the on-site inspection by the Ministry of Energy of Russia of the implementation of the investment project and the plan of corrective measures to eliminate the identified deviations by the Company.**

**Decision:**

To take into consideration the results of the on-site inspection by the Ministry of Energy of Russia of the implementation of the investment project on the complex reduction of routes to the standard state (the branch of IDGC of Centre, PJSC - Smolenskenergo and the branch of IDGC of Centre, PJSC - Tverenergo), provided for by the Investment Program of IDGC of Centre, PJSC, reflected in inspection certificates dated 07.12.2020 № GK-27/2020 and № GK-28/2020, and the Plan of corrective measures to eliminate the identified deviations by the Company in accordance with Appendices ## 2-3 to this decision of the Board of Directors of the Company.

**Voting results:**

1. Alexander Viktorovich Golovtsov - «FOR»  
 2. Vitaly Yuryevich Zarkhin - «FOR»  
 3. Alexander Ivanovich Kazakov - «FOR»  
 4. Daniil Vladimirovich Krainskiy - «FOR»  
 5. Andrey Vladimirovich Mayorov - «FOR»  
 6. Igor Vladimirovich Makovskiy - «FOR»  
 7. Konstantin Alexandrovich Mikhailik - «FOR»  
 8. Alexey Igorevich Pavlov - «FOR»  
 9. Vasilii Vladimirovich Rozhkov - «FOR»  
 10. Larisa Anatolievna Romanovskaya - «FOR»  
 11. Alexander Viktorovich Shevchuk - «FOR»

**Total:**

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

**Decision is taken.**

**Item 3. On coordination of holding positions in governing bodies of other organizations by members of the Management Board of the Company.**

**Decision:**

To agree on the overlapping of the position of a member of the Board of Directors of PJSC GC "TNS energo" by a member of the Management Board of the Company, Artem Gennadievich Aleshin.

**Voting results:**

1. Alexander Viktorovich Golovtsov - «FOR»  
 2. Vitaly Yuryevich Zarkhin - «FOR»  
 3. Alexander Ivanovich Kazakov - «FOR»  
 4. Daniil Vladimirovich Krainskiy - «FOR»  
 5. Andrey Vladimirovich Mayorov - «FOR»  
 6. Igor Vladimirovich Makovskiy - «FOR»  
 7. Konstantin Alexandrovich Mikhailik - «FOR»  
 8. Alexey Igorevich Pavlov - «FOR»

9. Vasily Vladimirovich Rozhkov - «FOR»  
 10. Larisa Anatolievna Romanovskaya - «FOR»  
 11. Alexander Viktorovich Shevchuk - «FOR»

**Total:**

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

**Decision is taken.**

**Item 4. On approval of an internal document of the Company - the Risk Management Policy of IDGC of Centre, PJSC in a new edition.**

**Decision:**

1. To approve the Risk Management Policy of IDGC of Centre, PJSC in a new edition in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.
2. To recognize the Risk Management Policy of IDGC of Centre, PJSC, approved by the Board of Directors of the Company on 16.03.2016 (Minutes of 17.03.2016 # 06/16), to have lost force from the date of this decision.

**Voting results:**

1. Alexander Viktorovich Golovtsov - «FOR»
2. Vitaly Yuryevich Zarkhin - «ABSTAINED»
3. Alexander Ivanovich Kazakov - «FOR»
4. Daniil Vladimirovich Krainskiy - «FOR»
5. Andrey Vladimirovich Mayorov - «FOR»
6. Igor Vladimirovich Makovskiy - «FOR»
7. Konstantin Alexandrovich Mikhailik - «FOR»
8. Alexey Igorevich Pavlov - «FOR»
9. Vasily Vladimirovich Rozhkov - «FOR»
10. Larisa Anatolievna Romanovskaya - «FOR»
11. Alexander Viktorovich Shevchuk - «ABSTAINED»

**Total:**

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

**Decision is taken.**

**Appendices:**

1. The report of General Director of the Company on the specifics of participation in 4Q 2020 of small and medium-sized businesses in the procurement of goods, works, services by certain types of legal entities in terms of payment terms for contracts concluded by customers with small and medium-sized businesses based on the results of procurement (Appendix # 1).
2. The results of the on-site inspection by the Ministry of Energy of Russia of the implementation of the investment project on the complex reduction of routes to the standard state (the branch of IDGC of Centre, PJSC - Smolenskenergo and the branch of IDGC of Centre, PJSC - Tverenergo), provided for by the Investment Program of IDGC of Centre, PJSC, reflected in inspection certificates dated 07.12.2020 № GK-27/2020 and № GK-28/2020, and the Plan of corrective measures to eliminate the identified deviations by the Company (Appendices ## 2-3).
3. The Risk Management Policy of IDGC of Centre, PJSC in a new edition (Appendix # 4).

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

**A.V. Mayorov**

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

**S.V. Lapinskaya**