

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

26 December 2019

Moscow

No. 17/19

Form of the meeting: absent voting.

Total number of members of the Strategy Committee: 11 persons.

Participants of the voting: A.V. Golovtsov, A.N. Zharikov, V.Y. Zarkhin, D.D. Mikheev, A.I. Pavlov, A.V. Pilyugin, E.V. Prokhorov, O.V. Tikhomirova, I.A. Shagina, A.V. Shevchuk.

Members who provided questionnaires: A.O. Romankov.

The quorum is present.

Date of the minutes: 26.12.2019.

AGENDA:

1. On the recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On approval of the Program «Digital Transformation of IDGC of Centre, PJSC and IDGC of Centre and Volga Region, PJSC 2019-2030»».

Item 1. On the recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On approval of the Program «Digital Transformation of IDGC of Centre, PJSC and IDGC of Centre and Volga Region, PJSC 2019-2030»».

Decision:

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

«1. To approve the Program «Digital Transformation of IDGC of Centre, PJSC and IDGC of Centre and Volga Region, PJSC 2019-2030» in accordance with the Appendix.

2. To instruct General Director of IDGC of Centre, PJSC to ensure:

- financing the activities of the Program «Digital Transformation of IDGC of Centre, PJSC and IDGC of Centre and Volga Region, PJSC 2019-2030» within the limits of the Company's Investment Program and Business Plan;

- the effectiveness of the projects of the Program «Digital Transformation of IDGC of Centre, PJSC and IDGC of Centre and Volga Region, PJSC 2019-2030» taking into account the principles for evaluating the cost-effectiveness of implementing digital technologies, approved by the Concept of PJSC Rosseti - «Digital Transformation 2030»;

- amending the Program «Digital Transformation of IDGC of Centre, PJSC and IDGC of Centre and Volga Region, PJSC 2019-2030» with subsequent submission for approval by the Board of Directors of IDGC of Centre, PJSC in case of changes in the parameters and indicators of the Program «Digital Transformation of IDGC of Centre, PJSC and IDGC of Centre and Volga Region, PJSC 2019-2030»;

- annual, not later than the 2nd quarter, provision to the Board of Directors of IDGC of Centre, PJSC of the consolidated report on implementation of the activities provided for by

the Program «Digital Transformation of IDGC of Centre, PJSC and IDGC of Centre and Volga Region, PJSC 2019-2030».

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «AGAINST» |
| 2. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 3. Alexey Nikolayevich Zharikov | - «AGAINST» |
| 4. Dmitry Dmitrievich Mikheev | - «FOR» |
| 5. Alexey Igorevich Pavlov | - «FOR» |
| 6. Alexander Viktorovich Pilyugin | - «FOR» |
| 7. Egor Vyacheslavovich Prokhorov | - «FOR» |
| 8. Olga Vladimirovna Tikhomirova | - «FOR» |
| 9. Irina Alexandrovna Shagina | - «FOR» |
| 10. Alexander Viktorovich Shevchuk | - «AGAINST» |

Total:

«FOR»	- «6»
«AGAINST»	- «3»
«ABSTAINED»	- «1»

Decision is taken.

Appendices: The dissenting opinions from the members of the Strategy Committee of the Board of Directors of the Company on the agenda item, A.V. Golovtsov and V.Y. Zarkhin (Appendices ## 1-2).

**Chairperson
of the Strategy Committee**

E.V. Prokhorov

**Secretary
of the Strategy Committee**

S.V. Lapinskaya