



Interregional Distribution Grid Company of Centre,
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MINUTES

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

27 November 2018

Moscow

No. 13/18

Form of the meeting: joint presence.

Time of the meeting: 16 hours 00 minutes – 17 hours 00 minutes.

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

Video conference A3-055 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: A.V. Inozemtsev, V.V. Kataev (Video conference), D.S. Kapustin (Video conference), A.I. Krupenina, E.A. Olkhovich, A.I. Pavlov (Video conference), R.A. Filkin.

The written opinion (questionnaire) of the following members was taken into account while defining the results: P.V. Grebtsov, A.V. Morozov, A.V. Shevchuk.

Members who neither participated in the meeting nor provided questionnaires: none.

The quorum is present.

Date of the minutes: 30.11.2018.

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 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 - Deputy General Director for Capital Construction

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

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

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

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

AGENDA:

1. On the recommendation to the Board of Directors of the Company regarding the item «On consideration of the report «On execution of the Company's Business Plan following the results of 9 months of 2018»».

2. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the report «On execution of the Company's Investment Program in 3Q and following the results of 9 months of 2018»».

Item 1. On the recommendation to the Board of Directors of the Company regarding the item «On consideration of the report «On execution of the Company's Business Plan following the results of 9 months of 2018»».

Speaker – A.V. Inozemtsev

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

In discussing the report the questions were received from the following members of the Committee: R.A. Filkin, D.S. Kapustin, E.A. Olkhovich, A.I. Krupenina.

The explanations and answers to the questions were given by: A.V. Inozemtsev, A.K. Akhmedova, L.A. Sklyarova.

Decision (put for voting):

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

«1. To take into consideration the report «On execution of the Company's Business Plan following the results of 9 months of 2018 in accordance with the Appendix.

2. Based on the results of the Company's work for 9 months of 2018, to note:

2.1. the failure to comply with the indicators of the approved Business Plan for the provision of grid connection services;

2.2. the non-fulfillment of the planned indicator of the financial result from electricity transmission services at 522 million rubles (the plan is 409 million rubles, the fact is (-113) million rubles);

2.3. the loss-making activity from the sale of electricity (-79 million rubles).

3. To instruct General Director of IDGC of Centre, PJSC on the results of work for 2018 to ensure the implementation of:

3.1. the planned financial result from the provision of grid connection services;

3.2. planned financial result from the electricity transmission services and the sale of electricity».

2. To instruct the Company's management:

2.1. To present to the meeting of the Committee on Strategy and Development simultaneously with the consideration of the Company's Business Plan for 2019 and projected indicators for 2020-2023 an analysis of the effectiveness of the implementation of measures of the program to improve the reliability and development of power supply in the Tver region.

Voting results at the meeting:

- | | |
|-------------------------------------|---------|
| 1. Alexander Valeryevich Inozemtsev | - «FOR» |
| 2. Valery Vasilyevich Kataev | - «FOR» |
| 3. Dmitry Sergeevich Kapustin | - «FOR» |
| 4. Anastasiya Igorevna Krupenina | - «FOR» |
| 5. Evgeny Alexandrovich Olkhovich | - «FOR» |
| 6. Alexey Igorevich Pavlov | - «FOR» |
| 7. Roman Alexeyevich Filkin | - «FOR» |

Voting results by filling in the questionnaires:

- | | |
|------------------------------------|---------------|
| 8. Pavel Vladimirovich Grebtsov | - «ABSTAINED» |
| 9. Andrey Vladimirovich Morozov | - «FOR» |
| 10. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.

Item 2. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the report «On execution of the Company's Investment Program in 3Q and following the results of 9 months of 2018».

Speaker – V.A. Gorev.

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

In discussing the report the questions were received from the following members of the Committee: V.V. Kataev, E.A. Olkhovich.

The explanations and answers to the questions were given by: V.A. Gorev, A.V. Pilyugin, A.V. Inozemtsev.

Decision (put for voting):

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

«To approve the report «On execution of the Company's Investment Program in 3Q and following the results of 9 months of 2018» in accordance with the Appendix».

Voting results at the meeting:

- | | |
|-------------------------------------|---------|
| 1. Alexander Valeryevich Inozemtsev | - «FOR» |
| 2. Valery Vasilyevich Kataev | - «FOR» |
| 3. Dmitry Sergeevich Kapustin | - «FOR» |
| 4. Anastasiya Igorevna Krupenina | - «FOR» |
| 5. Evgeny Alexandrovich Olkhovich | - «FOR» |
| 6. Alexey Igorevich Pavlov | - «FOR» |
| 7. Roman Alexeyevich Filkin | - «FOR» |

Voting results by filling in the questionnaires:

- | | |
|------------------------------------|---------|
| 8. Pavel Vladimirovich Grebtsov | - «FOR» |
| 9. Andrey Vladimirovich Morozov | - «FOR» |
| 10. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

Decision is taken.

The agenda of the meeting of the Committee on 27.11.2018 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