

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

«28» July 2020

Moscow

No. 34/20

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: **28.07.2020.**

AGENDA:

1. On approval of the Reports on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for Q1 and Q2 2019.
2. On approval of the Report on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for Q3 2019.
3. On approval of the Report on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for Q4 2019.

Item 1: On approval of the Reports on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for Q1 and Q2 2019.

Decision:

1. To approve the Reports on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for Q1 and Q2 2019 in accordance with Appendices ## 1-2 to this decision of the Board of Directors of the Company.
2. To mark non-compliance with the KPI “Consolidated profit from operating activities (EBITDA)” for Q1 2019.

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. Vasilii Vladimirovich Rozhkov | - «FOR» |
| 10. Larisa Anatolievna Romanovskaya | - «FOR» |
| 11. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»

«ABSTAINED» - «2»

Decision is taken.

Item 2: On approval of the Report on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for Q3 2019.

Decision:

To approve the Report on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for Q3 2019 in accordance with Appendix # 3 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. Vasiliy Vladimirovich Rozhkov | - «FOR» |
| 10. Larisa Anatolievna Romanovskaya | - «FOR» |
| 11. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

Decision is taken.

Item 3: On approval of the Report on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for Q4 2019.

Decision:

To approve the Report on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for Q4 2019 in accordance with Appendix # 4 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. Vasiliy Vladimirovich Rozhkov | - «FOR» |
| 10. Larisa Anatolievna Romanovskaya | - «FOR» |
| 11. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

Decision is taken.

Appendices:

1. The Reports on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for Q1 and Q2 2019 (Appendices ## 1-2).
2. The Report on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for Q3 2019 (Appendix # 3).
3. The Report on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for Q4 2019 (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**