

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

«22» July 2021

Moscow

No. 28/21

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

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

Participants of the voting: **A.V. Golovtsov, Y.V. Goncharov, V.Y. Zarkhin, M.V. Korotkova, D.V. Krainskiy, A.I. Krupenina, A.V. Mayorov, I.V. Makovskiy, A.V. Molsky, E.V. Prokhorov, A.V. Shevchuk.**

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

The quorum is **present.**

Date of the minutes: **22.07.2021.**

**AGENDA:**

1. On material incentives for General Director of IDGC of Centre, PJSC.

**Item 1. On material incentives for General Director of IDGC of Centre, PJSC.**

**Decision:**

In accordance with paragraph 3.8 of the Regulation on material incentives for General Director of the Company, to pay an additional bonus for achieving the KPIs defined for the variable component of the remuneration of the Agreement to transfer the authority of the sole executive body of IDGC of Centre and Volga Region, PJSC to IDGC of Centre, PJSC, following the results of 2019, to General Director of IDGC of Centre, PJSC Igor Vladimirovich Makovskiy in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

**Voting results:**

- |                                    |               |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «FOR»       |
| 2. Yury Vladimirovich Goncharov    | - «FOR»       |
| 3. Vitaly Yuryevich Zarkhin        | - «FOR»       |
| 4. Maria Vyacheslavna Korotkova    | - «FOR»       |
| 5. Daniil Vladimirovich Krainskiy  | - «FOR»       |
| 6. Anastasiya Igorevna Krupenina   | - «ABSTAINED» |
| 7. Andrey Vladimirovich Mayorov    | - «FOR»       |
| 8. Igor Vladimirovich Makovskiy    | - «FOR»       |
| 9. Alexey Valeryevich Molsky       | - «FOR»       |
| 10. Egor Vyacheslavovich Prokhorov | - «FOR»       |
| 11. Alexander Viktorovich Shevchuk | - «FOR»       |

**Total:**

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

**Decision is taken.**

A dissenting opinion was received on this item from a member of the Board of Directors of the Company, V.Y. Zarkhin (Appendix # 2).

**Appendices:**

1. The calculation of the additional bonus for achieving the KPIs defined for the variable component of the

remuneration of the Agreement to transfer the authority of the sole executive body of IDGC of Centre and Volga Region, PJSC to IDGC of Centre, PJSC, following the results of 2019 (Appendix # 1).

2. The dissenting opinion from the member of the Board of Directors of the Company, V.Y. Zarkhin, on agenda item ## 1 of the meeting of the Board of Directors of the Company (Appendix # 2).

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

**A.V. Mayorov**

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

**S.V. Lapinskaya**