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|  | Interregional Distribution Grid Company of Centre, Public Joint-Stock Company |

**MINUTES**

of meeting of the Strategy Committee

of the Board of Directors of IDGC of Centre, PJSC

02 August 2021 Moscow No. 19/21

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

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

**Participants of the voting:** A.G. Aleshin, A.V. Golovtsov, P.V. Grebtsov, V.Y. Zarkhin, V.A. Kapitonov, A.I. Krupenina, D.D. Mikheev, E.V. Prokhorov, M.G. Tikhonova, V.A. Ukolov, A.V. Shevchuk.

**Members who provided questionnaires:** none.

**The quorum** is present.

**Date of the minutes:** 02.08.2021.

**AGENDA:**

1. On recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On consideration of the report on the course of implementation of investment projects of IDGC of Centre, PJSC in 2Q 2021, included in the list of priority facilities».
2. On recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On approval of the report on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for 2020».

**Item 1. On recommendations to the Board of Directors of the Company regarding the item «On consideration of the report on the course of implementation of investment projects of IDGC of Centre, PJSC in 2Q 2021, included in the list of priority facilities».**

**Decision:**

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

*«To take into consideration the report on the course of implementation of investment projects of IDGC of Centre, PJSC in 2Q 2021, included in the list of priority facilities, in accordance with the Appendix».*

**Voting results:**

1. Artem Gennadievich Aleshin - «FOR»
2. Alexander Viktorovich Golovtsov - «FOR»
3. Pavel Vladimirovich Grebtsov - «FOR»
4. Vitaly Yuryevich Zarkhin - «ABSTAINED»
5. Vladislav Albertovich Kapitonov - «FOR»
6. Anastasiya Igorevna Krupenina - «FOR»
7. Dmitry Dmitrievich Mikheev - «FOR»
8. Egor Vyacheslavovich Prokhorov - «FOR»
9. Maria Gennadievna Tikhonova - «FOR»
10. Vladimir Anatolyevich Ukolov - «FOR»
11. Alexander Viktorovich Shevchuk - «ABSTAINED»

**Total:**

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

 **Decision is taken.**

**Item 2. On recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On approval of the report on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for 2020».**

**Decision:**

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

*«1. To approve the Report on execution of key performance indicators (KPI) of General Director of IDGC of Centre, PJSC for 2020 in accordance with the Appendix.*

*2. Summing up the results of the implementation of the KPI «Effectiveness of innovation activity» for 2020 shall be carried out by a separate decision of the Board of Directors of IDGC of Centre, PJSC based on the results of the assessment carried out by the collegial body of Rosseti’s Group of Companies on the execution and control over the implementation of the Innovative Development Program of PJSC Rosseti and SDCs of PJSC Rosseti for 2016-2020 with a prospect until 2025 in accordance with the Methodology for calculating and assessing the implementation of the KPIs of General Director of IDGC of Centre, PJSC, approved by the decision of the Board of Directors dated 12.10.2020 (Minutes of 13.10.2020 # 46/20).*

*3. To instruct General Director of IDGC of Centre, PJSC to strengthen on an ongoing basis control over the planning and implementation of actual costs associated with the formation of reserves, including those below the materiality level.*

*4. To note the non-fulfillment of the KPI «No accidents in production» for 2020».*

**Voting results:**

1. Artem Gennadievich Aleshin - «FOR»
2. Alexander Viktorovich Golovtsov - «FOR»
3. Pavel Vladimirovich Grebtsov - «FOR»
4. Vitaly Yuryevich Zarkhin - «ABSTAINED»
5. Vladislav Albertovich Kapitonov - «FOR»
6. Anastasiya Igorevna Krupenina - «ABSTAINED»
7. Dmitry Dmitrievich Mikheev - «FOR»
8. Egor Vyacheslavovich Prokhorov - «FOR»
9. Maria Gennadievna Tikhonova - «FOR»
10. Vladimir Anatolyevich Ukolov - «FOR»
11. Alexander Viktorovich Shevchuk - «ABSTAINED»

**Total:**

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

 **Decision is taken.**

A dissenting opinion was received on this item from a member of the Strategy Committee of the Board of Directors of the Company, A.V. Shevchuk (Appendix # 1).

**Appendix:** The dissenting opinion from the member of the Strategy Committee of the Board of Directors of the Company, A.V. Shevchuk, on agenda item # 2 (Appendix # 1).

**Chairperson of the Strategy Committee P.V. Grebtsov**

**Secretary of the Strategy Committee S.V. Lapinskaya**