



Interregional Distribution Grid Company of Centre,
Public Joint-Stock Company
2nd Yamskaya, 4, Moscow, Russia, 127018
Tel.: +7 (495) 747-92-92, Fax: +7 (495) 747-92-95,
Power Engineers' Direct Line: 8-800-50-50-115,
Trust Line: +7 (495) 747-92-99,
e-mail: posta@mrsk-1.ru, www.mrsk-1.ru

MINUTES

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

17 February 2017

Moscow

No. 02/17

Form of the meeting: joint presence.

Time of the meeting: 12 hours 45 minutes – 13 hours 45 minutes.

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

Video conference A2-017 at the address: Moscow, Belovezhskaya str., 4 (PJSC «Rosseti»)

Total number of members of the Strategy and Development Committee: 12 persons.

Participants of the meeting: A.N. Goncharov (Video conference), T.P. Dronova, S.Y. Lebedev (Video conference), Y.N. Pankstyanov (Video conference), A.A. Ozherelev (Video conference), S.V. Pokrovsky, S.Y. Rummyantsev, N.V. Sedyikh (Video conference), R.A. Filkin.

The written opinion (questionnaire) of the following members was taken into account while defining the results: T.V. Zobkova, S.V. Podlutsky.

Members who neither participated nor provided questionnaires: A.V. Gritsenko.

The quorum is present.

Date of the minutes: 20.02.2017.

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, Y.N. Pankstyanov.

The following representatives of the management of IDGC of Centre, PJSC were present:

R.P. Mitrofanov – Deputy General Director for Capital Construction

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

D.V. Sklyarov – Deputy General Director for Investment

Olga Vladimirovna Tikhomirova - Deputy General Director for Economy and Finance

On behalf of the members of the Board of Directors of IDGC of Centre, PJSC:

A.V. Shevchuk - Executive Director of Association of Institutional Investors

At the beginning of the meeting Chairperson of the Committee, Y.N. Pankstyanov, informed the audience about the presence of a quorum for the meeting, and opened the meeting.

AGENDA:

1. On preliminary consideration of a draft of the long-term Investment Program of IDGC of Centre, PJSC for the period of 2017-2022.

Item 1. On preliminary consideration of a draft of the long-term Investment Program of IDGC of Centre, PJSC for the period of 2017-2022.

Speaker - D.V. Sklyarov.

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: A.N. Goncharov, S.Y. Lebedev, R.A. Filkin, T.P. Dronova, S.V. Pokrovsky, A.V. Shevchuk.

The explanations and answers to the questions were given by: S.Y. Rummyantsev,

D.V. Sklyarov, A.V. Pilyugin, O.V. Tikhomirova.

During the discussion of the item the members of the Committee gave an instruction under the Minutes to provide the members of the Committee with the following additional information:

- analysis of changes in the Scheme and Development Program of the electric power industry for 2015-2018 (broken down by the regions);

- analysis of changes (with the calculation attached) of financial performance (FCF, ROIC) and performance indicators (IRR, the planned capacity utilization) of the presented Investment Program versus the Investment Program approved by the Company's Board of Directors in December 2016, and their impact on the economic results of the Company.

Decision (put for voting):

1. To recommend to the Company's management to finalize the Investment Program in terms of the inclusion of costs for the development of electric power metering systems for the organization of work to reduce electric energy losses and improve the electricity metering activity and submit it to a meeting of the Company's Board of Directors.

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

«To approve the draft of amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2020, approved by Order of the Ministry of Energy of Russia dated 22.12.2016 № 1386, with the extension of the planning period up to 2022, for the purposes of public discussion in accordance with paragraph 7 of the Rules of approval of investment programs of electric power industry entities, approved by Resolution of the Government of the Russian Federation dated 01.12.2009 № 977 «On investment programs of electric power industry entities»».

Voting results at the meeting:

- | | |
|-----------------------------------|---------------|
| 1. Alexey Nikolayevich Goncharov | - «FOR» |
| 2. Tatiana Petrovna Dronova | - «ABSTAINED» |
| 3. Sergey Yuryevich Lebedev | - «FOR» |
| 4. Alexey Alexandrovich Ozherelev | - «FOR» |
| 5. Yury Nikolayevich Pankstyanov | - «FOR» |
| 6. Sergey Vladimirovich Pokrovsky | - «FOR» |
| 7. Sergey Yuryevich Rummyantsev | - «FOR» |
| 8. Nadezhda Vitalyevna Sedykh | - «FOR» |
| 9. Roman Alexeyevich Filkin | - «ABSTAINED» |

Voting results by filling in the questionnaires:

- | | |
|----------------------------------|---------------|
| 10. Tatiana Valentinovna Zobkova | - «ABSTAINED» |
| 11. Sergey Vasilyevich Podlutsky | - «FOR» |

Total:

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

Decision is taken.

The agenda of the meeting of the Committee on 17.02.2017 was exhausted.

The meeting of the Committee was adjourned.

**Chairperson
of the Strategy and Development Committee**

Y.N. Pankstyanov

**Secretary
of the Strategy and Development Committee**

S.V. Lapinskaya