

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

«13» November 2020

Moscow

No. 54/20

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: **13.11.2020.**

**AGENDA:**

1. On execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of IDGC of Centre's Group following the results of 1H 2020.
2. On preliminary approval of the decision to provide sponsor support by IDGC of Centre in 2020.
3. On approval of an internal document of the Company in a new edition: the Regulation on the credit policy of IDGC of Centre, PJSC.
4. On consideration of the report of General Director of the Company on the course of implementation of investment projects of IDGC of Centre, PJSC in 3Q 2020, included in the list of priority facilities.

**Item 1. On execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of IDGC of Centre's Group following the results of 1H 2020.**

**Decision:**

To take into consideration the report on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of IDGC of Centre's Group following the results of 1H 2020 in accordance with Appendices ## 1-2 to this decision of the Board of Directors of the Company.

**Voting results:**

- |                                       |               |
|---------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov    | - «FOR»       |
| 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    | - «ABSTAINED» |

**Total:**

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

**Decision is taken.****Item 2. On preliminary approval of the decision to provide sponsor support by IDGC of Centre in 2020.****Decision:**

1. To approve the provision of the sponsor support by IDGC of Centre, PJSC in 2020 in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.
2. To instruct General Director of IDGC of Centre, PJSC to provide sponsorship financing from profits from unregulated activities without reducing the planned indicators for the financial result and the amount of dividend payments, taking into account the unconditional fulfillment of the indicator for the reduction of specific operating expenses (costs) based on the results of work for 2020.

**Voting results:**

1. Alexander Viktorovich Golovtsov - «AGAINST»
2. Vitaly Yuryevich Zarkhin - «AGAINST»
3. Alexander Ivanovich Kazakov - «FOR»
4. Daniil Vladimirovich Krainkiy - «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 - «AGAINST»

**Total:**

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

**Decision is taken.****Item 3. On approval of an internal document of the Company in a new edition: the Regulation on the credit policy of IDGC of Centre, PJSC.****Decision:**

1. To approve the Regulation on the credit policy of IDGC of Centre, PJSC in a new edition in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.
2. To establish that before the date of signing the annual financial statements of IDGC of Centre, PJSC for 2020, the Regulation on the credit policy of IDGC of Centre, PJSC, approved by the decision of the Board of Directors of IDGC of Centre, PJSC dated 30.09.2013 (Minutes # 23/13), is applied in terms of calculating debt position limits and determining the creditworthiness group of IDGC of Centre, PJSC.

From the date of signing the annual financial statements of IDGC of Centre, PJSC for 2020, the calculation of debt position limits and determination of the creditworthiness group of the Company is carried out in accordance with the methodology provided for by the Regulation on the credit policy of IDGC of Centre, PJSC in the new edition, in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

3. To recognize as invalid the Regulation on the credit policy of IDGC of Centre, PJSC, approved by the decision of the Board of Directors of IDGC of Centre, PJSC dated 30.09.2013

(Minutes # 23/13), from the date of signing the annual financial statements of IDGC of Centre, PJSC for 2020.

**Voting results:**

- |                                       |               |
|---------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov    | - «FOR»       |
| 2. Vitaly Yuryevich Zarkhin           | - «ABSTAINED» |
| 3. Alexander Ivanovich Kazakov        | - «FOR»       |
| 4. Daniil Vladimirovich Krainkiy      | - «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    | - «ABSTAINED» |

**Total:**

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

**Decision is taken.**

**Item 4. On consideration of the report of General Director of the Company on the course of implementation of investment projects of IDGC of Centre, PJSC in 3Q 2020, included in the list of priority facilities.**

**Decision:**

To take into consideration the report of General Director of the Company on the course of implementation of investment projects of IDGC of Centre, PJSC in 3Q 2020, included in the list of priority facilities, in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

**Voting results:**

- |                                       |               |
|---------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov    | - «FOR»       |
| 2. Vitaly Yuryevich Zarkhin           | - «ABSTAINED» |
| 3. Alexander Ivanovich Kazakov        | - «FOR»       |
| 4. Daniil Vladimirovich Krainkiy      | - «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    | - «ABSTAINED» |

**Total:**

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

**Decision is taken.**

**Appendices:**

1. The report on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of IDGC of Centre's Group following the results of 1H 2020 (Appendices ## 1-2).
2. The conditions of the provision of the sponsor support by IDGC of Centre, PJSC in 2020

(Appendix # 3).

3. The Regulation on the credit policy of IDGC of Centre, PJSC in a new edition (Appendix # 4).

4. The report of General Director of the Company on the course of implementation of investment projects of IDGC of Centre, PJSC in 3Q 2020, included in the list of priority facilities (Appendix # 5).

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

**A.V. Mayorov**

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

**S.V. Lapinskaya**