



Interregional Distribution Grid Company of
Centre,
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MINUTES

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

12 March 2019

Moscow

No. 04/19

Form of the meeting: joint presence.

Time of the meeting: 18 hours 00 minutes – 19 hours 50 minutes.

Venue: Moscow, 2nd Yamskaya, 4, floor 5, room 507.

Video conference at the address: Moscow, Belovezhskaya str. 4, room A3-055 (PJSC «Rosseti»).

Total number of members of the Strategy and Development Committee: 10 persons.

Participants of the meeting: A.V. Inozemtsev, D.S. Kapustin (Video conference from ROSSETI), V.V. Kataev (Video conference from ROSSETI), A.I. Krupenina, A.V. Morozov, E.A. Olkhovich (Video conference from ROSSETI), R.A. Filkin, A.V. Shevchuk.

The written opinion (questionnaire) of the following members was taken into account while defining the results: P.V. Grebtsov, A.I. Pavlov.

Members who neither participated in the meeting nor provided questionnaires: none.

The quorum is present.

Date of the minutes: 14.03.2019.

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, Evgeny Alexandrovich Olkhovich.

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

A.K. Akhmedova - Deputy General Director for Legal Provision

V.A. Gorev - Deputy General Director for Capital Construction

I.V. Gromova - Deputy General Director for Human Resources and Organizational Design

M.N. Lobkova - Acting Deputy General Director for Corporate Governance

K.Y. Petukhov - Deputy General Director for Development and Sale of Services

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

D.V. Sklyarov - Deputy General Director for Investment

L.A. Sklyarova - Chief Accountant - Head of Financial and Tax Accounting and Reporting Department

At the beginning of the meeting Chairperson of the Committee, E.A. Olkhovich, informed the audience about the presence of a quorum for the meeting, and the meeting was called to order. At the suggestion of the Chairperson of the Committee, E.A. Olkhovich, and with the consent of all present members of the Strategy and Development Committee, the order of consideration of items was changed, the adjusted agenda of the meeting of the Committee was approved.

AGENDA:

1. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the Business Plan of IDGC of Centre, PJSC for 2019 and forecast indicators for the period of 2020-2023».

2. On the recommendation to the Board of Directors of the Company regarding the item «On

approval of the Program of measures to reduce electrical energy losses in the grid complex of IDGC of Centre, PJSC for 2019 and the period up to 2023».

3. On consideration of the results of the analysis of the effectiveness of the implementation of measures of the Program to improve the reliability and development of power supply in the Tver region.

Item 1. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the Business Plan of IDGC of Centre, PJSC for 2019 and forecast indicators for the period of 2020-2023».

Speaker – A.V. Inozemtsev.

The report (presentation) on the item is stored in the materials for the meeting of the Committee.

In discussing the report the questions / comments were received from the following members of the Committee: R.A. Filkin, A.V. Shevchuk, E.A. Olkhovich, A.I. Krupenina.

The explanations and answers to the questions were given by: A.V. Inozemtsev, A.V. Pilyugin, L.A. Sklyarova.

Decision put for voting:

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

«To approve the Business Plan of IDGC of Centre, PJSC for 2019 and forecast indicators for the period of 2020-2023 in accordance with the Appendix».

Voting results at the meeting:

- | | |
|-------------------------------------|---------------|
| 1. Alexander Valeryevich Inozemtsev | - «FOR» |
| 2. Dmitry Sergeevich Kapustin | - «FOR» |
| 3. Valery Vasilyevich Kataev | - «FOR» |
| 4. Anastasiya Igorevna Krupenina | - «ABSTAINED» |
| 5. Andrey Vladimirovich Morozov | - «ABSTAINED» |
| 6. Evgeny Alexandrovich Olkhovich | - «FOR» |
| 7. Roman Alexeyevich Filkin | - «ABSTAINED» |
| 8. Alexander Viktorovich Shevchuk | - «ABSTAINED» |

Voting results by filling in the questionnaires:

- | | |
|---------------------------------|---------|
| 9. Pavel Vladimirovich Grebtsov | - «FOR» |
| 10. Alexey Igorevich Pavlov | - «FOR» |

Total:

«FOR»	- «6»
«AGAINST»	- «0»
«ABSTAINED»	- «4»

Decision is taken.

Item 2. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the Program of measures to reduce electrical energy losses in the grid complex of IDGC of Centre, PJSC for 2019 and the period up to 2023».

Speaker – K.Y. Petukhov.

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 the following members of the Committee: A.V. Shevchuk, R.A. Filkin, E.A. Olkhovich.

The explanations and answers to the questions were given by: K.Y. Petukhov.

Decision put for voting:

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

«To approve the Program of measures to reduce electrical energy losses in the grid complex of IDGC of Centre, PJSC for 2019 and the period up to 2023 in accordance with the Appendix».

Voting results at the meeting:

1. Alexander Valeryevich Inozemtsev - «FOR»
2. Dmitry Sergeevich Kapustin - «FOR»
3. Valery Vasilyevich Kataev - «FOR»
4. Anastasiya Igorevna Krupenina - «FOR»
5. Andrey Vladimirovich Morozov - «FOR»
6. Evgeny Alexandrovich Olkhovich - «FOR»
7. Roman Alexeyevich Filkin - «FOR»
8. Alexander Viktorovich Shevchuk - «FOR»

Voting results by filling in the questionnaires:

9. Pavel Vladimirovich Grebtsov - «FOR»
10. Alexey Igorevich Pavlov - «FOR»

Total:

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

Decision is taken.

In view of going beyond the framework of the Regulations of the Strategy and Development Committee, by the decision of the Chairperson of the Committee, E.A. Olkhovich, the Committee meeting was brought to a close.

Item # 3 of the agenda of the meeting of the Committee «On consideration of the results of the analysis of the effectiveness of the implementation of measures of the Program to improve the reliability and development of power supply in the Tver region» was decided to review at the next meeting of the Committee in a format agreed in advance by all members of the Committee.

Appendix: The dissenting opinion of the member of the Strategy and Development Committee of the Board of Directors of the Company, A.I. Pavlov, regarding item # 1 (Appendix # 1).

**Chairperson
of the Strategy and Development Committee**

E.A. Olkhovich

**Secretary
of the Strategy and Development Committee**

S.V. Lapinskaya