

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

«30» April 2020

Moscow

No. 21/20

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

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

Participants of the voting: **A.V. Varvarin, A.V. Golovtsov, V.Y. Zarkhin, A.I. Kazakov, A.V. Logatkin, I.V. Makovskiy, A.I. Pavlov, L.A. Romanovskaya, M.M. Saukh, D.A. Chevkin, A.V. Shevchuk**.

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

The quorum **is present**.

Date of the minutes: **30.04.2020**.

**AGENDA:**

1. On the prior approval of the decision made by the Company of a transaction, related to alienation of fixed assets classified in accordance with the law to real estate, which are not used for generation, transmission, dispatching, distribution of electric and thermal energy, located at the address: Tambov region, Bondarskiy district, the village of Pribytki, Tsentralnaya Street, 228, by means of public offer.
2. On the prior approval of the decision made by the Company of a transaction, related to alienation of fixed assets classified in accordance with the law to real estate, which are not used for generation, transmission, dispatching, distribution of electric and thermal energy, located at the address: Tambov region, Bondarskiy district, the village of Grazhdanovka, by means of public offer.
3. On consideration of the report of General Director of the Company on the status of the Company's Registry of non-core assets in 1Q 2020.
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 1Q 2020, included in the list of priority facilities.
5. On consideration of the report of General Director of the Company on the implementation in 2019 of the Plan for development of the production assets management system of IDGC of Centre, PJSC for 2016-2019.
6. On consideration of the report of General Director of the Company on the reduction in 4Q 2019 of the number of existing contracts with violated deadlines for the fulfillment of obligations.
7. On consideration of the planned values of reliability and quality indicators of services provided for the branches of IDGC of Centre, PJSC for the period of 2021-2025.

**Item 1. On the prior approval of the decision made by the Company of a transaction, related to alienation of fixed assets classified in accordance with the law to real estate, which are not used for generation, transmission, dispatching, distribution of electric and thermal energy, located at the address: Tambov region, Bondarskiy district, the village of Pribytki, Tsentralnaya Street, 228, by means of public offer.**

**Decision:**

To approve the decision made by the Company of a transaction, related to alienation of fixed assets classified in accordance with the law to real estate, which are not used for generation, transmission, dispatching, distribution of electric and thermal energy, on the following material conditions:

- the alienated property: a building of the industrial repair base, purpose: a non-residential

building, area: 198 sq. m., cadastral number: 68:01:1102008:19, located at the address: Tambov region, Bondarskiy district, the village of Pribytki, Tsentralnaya Street, 228;

– the book (residual) value of the alienated property at 30.09.2019 is 126 857 (One hundred twenty six thousand eight hundred fifty seven) rubles 24 kopecks;

– the method of disposal of the property: sale by public offering, open for membership and open in the form of submission of proposals for the price of the property (not in electronic form);

– the initial offer price: the cost equal to the initial price of the price at the auction that was declared invalid, in the amount of 169 491 (One hundred sixty nine thousand four hundred ninety one) ruble 53 kopecks, in addition, 20% VAT in the amount of 33 898 (Thirty three thousand eight hundred ninety eight) rubles 31 kopecks;

– the minimum offer price (cut-off price): 50 % (Fifty percent) of the price of the initial offer in the amount of 84 745 (Eighty-four thousand seven hundred forty five) rubles 77 kopecks, in addition, 20% VAT in the amount of 16 949 (Sixteen thousand nine hundred forty nine) rubles 15 kopecks;

– if the sale is declared invalid due to filing of the application by only one participant, a sale and purchase agreement of the property according to the results of the negotiations is concluded at a price equal to the price of the initial offer, by concluding a sale and purchase agreement of the property with the single participant of the sale;

– the procedure for payment of the alienated property: in cash prior to transfer of the title to the property, within 10 (Ten) calendar days from the date of signing by the parties of the sale and purchase agreement.

**Voting results:**

1. Alexander Viktorovich Varvarin - «FOR»
2. Alexander Viktorovich Golovtsov - «FOR»
3. Vitaly Yuryevich Zarkhin - «FOR»
4. Alexander Ivanovich Kazakov - «FOR»
5. Andrey Vyacheslavovich Logatkin - «FOR»
6. Igor Vladimirovich Makovskiy - «FOR»
7. Alexey Igorevich Pavlov - «FOR»
8. Larisa Anatolievna Romanovskaya - «FOR»
9. Maxim Mikhailovich Saukh - «FOR»
10. Dmitry Alexandrovich Chevkin - «FOR»
11. Alexander Viktorovich Shevchuk - «FOR»

**Total:**

«FOR»	- «11»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

**Decision is taken.**

**Item 2. On the prior approval of the decision made by the Company of a transaction, related to alienation of fixed assets classified in accordance with the law to real estate, which are not used for generation, transmission, dispatching, distribution of electric and thermal energy, located at the address: Tambov region, Bondarskiy district, the village of Grazhdanovka, by means of public offer.**

**Decision:**

To approve the decision made by the Company of a transaction, related to alienation of fixed assets classified in accordance with the law to real estate, which are not used for generation, transmission, dispatching, distribution of electric and thermal energy, on the following material conditions:

– the alienated property: a building of the industrial repair base, purpose: a non-residential building, area: 263,8 sq. m., cadastral number: 68:01:0201004:86, located at the address: Tambov region, Bondarskiy district, the village of Grazhdanovka;

– the book (residual) value of the alienated property at 31.12.2019 is 88 507 (Eighty-eight

thousand, five hundred and seven) rubles 10 kopecks;

– the method of disposal of the property: sale by public offering, open for membership and open in the form of submission of proposals for the price of the property (not in electronic form);

– the initial offer price: the cost equal to the initial price of the price at the auction that was declared invalid, in the amount of 169 491 (One hundred sixty nine thousand four hundred and ninety one) ruble 53 kopecks, in addition, 20% VAT in the amount of 33 898 (Thirty-three thousand eight hundred ninety-eight) rubles 31 kopecks;

– the minimum offer price (cut-off price): 50 % (Fifty percent) of the price of the initial offer in the amount of 84 745 (Eighty-four thousand seven hundred forty five) rubles 77 kopecks, in addition, 20% VAT in the amount of 16 949 (Sixteen thousand nine hundred forty nine) rubles 15 kopecks;

– if the sale is declared invalid due to filing of the application by only one participant, a sale and purchase agreement of the property according to the results of the negotiations is concluded at a price equal to the price of the initial offer, by concluding a sale and purchase agreement of the property with the single participant of the sale;

– the procedure for payment of the alienated property: in cash prior to transfer of the title to the property, within 10 (Ten) calendar days from the date of signing by the parties of the sale and purchase agreement.

**Voting results:**

- |     |                                 |         |
|-----|---------------------------------|---------|
| 1.  | Alexander Viktorovich Varvarin  | - «FOR» |
| 2.  | Alexander Viktorovich Golovtsov | - «FOR» |
| 3.  | Vitaly Yuryevich Zarkhin        | - «FOR» |
| 4.  | Alexander Ivanovich Kazakov     | - «FOR» |
| 5.  | Andrey Vyacheslavovich Logatkin | - «FOR» |
| 6.  | Igor Vladimirovich Makovskiy    | - «FOR» |
| 7.  | Alexey Igorevich Pavlov         | - «FOR» |
| 8.  | Larisa Anatolievna Romanovskaya | - «FOR» |
| 9.  | Maxim Mikhailovich Saukh        | - «FOR» |
| 10. | Dmitry Alexandrovich Chevkin    | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk  | - «FOR» |

**Total:**

«FOR»	- «11»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

**Decision is taken.**

**Item 3. On consideration of the report of General Director of the Company on the status of the Company's Registry of non-core assets in 1Q 2020.**

**Decision:**

1. To take into consideration the report of General Director of the Company on the status of the Company's Registry of non-core assets in 1Q 2020 in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

2. To approve the updated Registry of non-core assets of the Company at 31.03.2020 in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

**Voting results:**

- |    |                                 |             |
|----|---------------------------------|-------------|
| 1. | Alexander Viktorovich Varvarin  | - «AGAINST» |
| 2. | Alexander Viktorovich Golovtsov | - «AGAINST» |
| 3. | Vitaly Yuryevich Zarkhin        | - «AGAINST» |
| 4. | Alexander Ivanovich Kazakov     | - «FOR»     |
| 5. | Andrey Vyacheslavovich Logatkin | - «FOR»     |
| 6. | Igor Vladimirovich Makovskiy    | - «FOR»     |
| 7. | Alexey Igorevich Pavlov         | - «FOR»     |

8. Larisa Anatolievna Romanovskaya - «FOR»
9. Maxim Mikhailovich Saukh - «FOR»
10. Dmitry Alexandrovich Chevkin - «FOR»
11. Alexander Viktorovich Shevchuk - «ABSTAINED»

**Total:**

«FOR»	- «7»
«AGAINST»	- «3»
«ABSTAINED»	- «1»

**Decision is taken.**

A dissenting opinion was received on this item from a member of the Board of Directors of the Company, A.V. Golovtsov (Appendix # 7).

**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 1Q 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 1Q 2020, included in the list of priority facilities, in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

**Voting results:**

1. Alexander Viktorovich Varvarin - «FOR»
2. Alexander Viktorovich Golovtsov - «FOR»
3. Vitaly Yuryevich Zarkhin - «ABSTAINED»
4. Alexander Ivanovich Kazakov - «FOR»
5. Andrey Vyacheslavovich Logatkin - «FOR»
6. Igor Vladimirovich Makovskiy - «FOR»
7. Alexey Igorevich Pavlov - «FOR»
8. Larisa Anatolievna Romanovskaya - «FOR»
9. Maxim Mikhailovich Saukh - «FOR»
10. Dmitry Alexandrovich Chevkin - «FOR»
11. Alexander Viktorovich Shevchuk - «FOR»

**Total:**

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

**Decision is taken.**

**Item 5. On consideration of the report of General Director of the Company on the implementation in 2019 of the Plan for development of the production assets management system of IDGC of Centre, PJSC for 2016-2019.**

**Decision:**

To take into consideration the report of General Director of the Company on the implementation in 2019 of the Plan for development of the production assets management system of IDGC of Centre, PJSC for 2016-2019 in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

**Voting results:**

1. Alexander Viktorovich Varvarin - «FOR»
2. Alexander Viktorovich Golovtsov - «FOR»
3. Vitaly Yuryevich Zarkhin - «ABSTAINED»
4. Alexander Ivanovich Kazakov - «FOR»
5. Andrey Vyacheslavovich Logatkin - «FOR»
6. Igor Vladimirovich Makovskiy - «FOR»

7. Alexey Igorevich Pavlov - «FOR»
8. Larisa Anatolievna Romanovskaya - «FOR»
9. Maxim Mikhailovich Saukh - «FOR»
10. Dmitry Alexandrovich Chevkin - «FOR»
11. Alexander Viktorovich Shevchuk - «FOR»

**Total:**

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

**Decision is taken.**

**Item 6. On consideration of the report of General Director of the Company on the reduction in 4Q 2019 of the number of existing contracts with violated deadlines for the fulfillment of obligations.**

**Decision:**

To take into consideration the report of General Director of the Company on the reduction in 4Q 2019 of the number of existing contracts with violated deadlines for the fulfillment of obligations in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

**Voting results:**

1. Alexander Viktorovich Varvarin - «FOR»
2. Alexander Viktorovich Golovtsov - «FOR»
3. Vitaly Yuryevich Zarkhin - «FOR»
4. Alexander Ivanovich Kazakov - «FOR»
5. Andrey Vyacheslavovich Logatkin - «FOR»
6. Igor Vladimirovich Makovskiy - «FOR»
7. Alexey Igorevich Pavlov - «FOR»
8. Larisa Anatolievna Romanovskaya - «FOR»
9. Maxim Mikhailovich Saukh - «FOR»
10. Dmitry Alexandrovich Chevkin - «FOR»
11. Alexander Viktorovich Shevchuk - «FOR»

**Total:**

«FOR»	- «11»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

**Decision is taken.**

**Item 7. On consideration of the planned values of reliability and quality indicators of services provided for the branches of IDGC of Centre, PJSC for the period of 2021-2025.**

**Decision:**

1. To recognize invalid the decision of the Board of Directors of the Company adopted on 20.04.2017 regarding item # 4 (Minutes of 21.04.2017 # 09/17), regarding the Company's proposals on planned values of reliability and quality indicators for 2018-2022 for all branches of IDGC of Centre, PJSC, as well as the decision of the Board of Directors of the Company adopted on 19.04.2019 regarding item # 4 (Minutes of 19.04.2019 # 14/19), regarding the Company's proposals on planned values of reliability and quality indicators for the period of 2020-2024 for the branch of IDGC of Centre, PJSC - Tambovenergo.
2. To take into consideration the Company's proposals on planned values of reliability and quality of services provided for the branches of IDGC of Centre, PJSC for each billing period for 2021-2025 in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.
3. To instruct General Director of the Company to send to the Tariff Regulation Department of the Tambov region proposals on planned values of reliability and quality of services provided for the period of 2021-2025, specified in paragraph 2 of this decision as part of the tariff application for setting tariffs for electric energy transmission services.

Deadline: not later than 01.05.2020

**Voting results:**

1. Alexander Viktorovich Varvarin - «FOR»
2. Alexander Viktorovich Golovtsov - «FOR»
3. Vitaly Yuryevich Zarkhin - «FOR»
4. Alexander Ivanovich Kazakov - «FOR»
5. Andrey Vyacheslavovich Logatkin - «FOR»
6. Igor Vladimirovich Makovskiy - «FOR»
7. Alexey Igorevich Pavlov - «FOR»
8. Larisa Anatolievna Romanovskaya - «FOR»
9. Maxim Mikhailovich Saukh - «FOR»
10. Dmitry Alexandrovich Chevkin - «FOR»
11. Alexander Viktorovich Shevchuk - «ABSTAINED»

**Total:**

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

**Decision is taken.**

**Appendices:**

1. The report of General Director of the Company on the status of the Company's Registry of non-core assets in 1Q 2020 (Appendix # 1).
2. The updated Registry of non-core assets of the Company at 31.03.2020 (Appendix # 2).
3. The report of General Director of the Company on the course of implementation of investment projects of IDGC of Centre, PJSC in 1Q 2020, included in the list of priority facilities (Appendix # 3).
4. The report of General Director of the Company on the implementation in 2019 of the Plan for development of the production assets management system of IDGC of Centre, PJSC for 2016-2019 (Appendix # 4).
5. The report of General Director of the Company on the reduction in 4Q 2019 of the number of existing contracts with violated deadlines for the fulfillment of obligations (Appendix # 5).
6. The Company's proposals on planned values of reliability and quality of services provided for the branches of IDGC of Centre, PJSC for each billing period for 2021-2025 (Appendix # 6).
7. The dissenting opinion of the member of the Board of Directors of the Company, A.V. Golovtsov, on the agenda items of the Board of Directors of the Company (Appendix # 7).

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

**A.I. Kazakov**

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

**S.V. Lapinskaya**