



Interregional Distribution Grid Company of
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MINUTES

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

23 May 2019

Moscow

No. 09/19

Form of the meeting: joint presence.

Time of the meeting: 17 hours 30 minutes – 18 hours 40 minutes.

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

Video conference at the address: Moscow, Belovezhskaya str. 4, room A5-048 (PJSC «Rosseti»).

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

Participants of the meeting: D.S. Kapustin (Video conference from ROSSETI), V.V. Kataev, A.I. Krupenina, 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.V. Morozov, A.I. Pavlov.

Members who neither participated in the meeting nor provided questionnaires: A.V. Inozemtsev.

The quorum is present.

Date of the minutes: 23.05.2019.

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:

V.O. Akulichov - Acting First Deputy General Director

E.I. Velichko – Acting Deputy General Director for Economy and Finance

O.A. Danshina – Acting Deputy General Director for Legal Provision

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.

AGENDA:

1. On the recommendation to the Board of Directors of the Company regarding the item «On consideration of draft amendments, entered into the Investment Program of IDGC of Centre, PJSC, approved by Order of the Ministry of Energy of Russia of 24.12.2018 № 29@».
2. On the recommendation to the Board of Directors of the Company regarding the item «On consideration of the report on execution of the Company's Business Plan in 1Q 2019».
3. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the report of General Director of the Company on execution of the Company's Investment Program in 1Q 2019».

Item 1. On the recommendation to the Board of Directors of the Company regarding the item «On consideration of draft amendments, entered into the Investment Program of IDGC of Centre, PJSC, approved by Order of the Ministry of Energy of Russia of 24.12.2018 № 29@».

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 the following members of the Committee: V.V. Kataev.

The explanations and answers to the questions were given by: D.V. Sklyarov.

Decision put for voting:

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

«1. To approve the draft amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2022, approved by Order of the Ministry of Energy of Russia of 14.12.2015 № 951 in the edition of Order of the Ministry of Energy of Russia of 24.12.2018 № 29@ in accordance with the Appendix.

2. To instruct General Director of IDGC of Centre, PJSC:

2.1. to set up the approval of the draft amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2022, approved by Order of the Ministry of Energy of Russia of 14.12.2015 № 951 in the Ministry of Energy of the Russian Federation in accordance with the procedure established by Resolution of the Government of the Russian Federation of 01.12.2009 № 977 «On investment programs of subjects of the electric power industry».

2.2. to provide a report on the performance of clause 2.1. of this decision for consideration by the Board of Directors of the Company, indicating the reasons for deviations of the approved Investment Program from the draft Investment Program approved by the Board of Directors of the Company (if there are deviations) within 30 calendar days after the approval of the draft amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2022, approved by Order of the Ministry of Energy of Russia of 14.12.2015 № 951 in the Ministry of Energy of the Russian Federation in accordance with the procedure established by Resolution of the Government of the Russian Federation of 01.12.2009 № 977 «On investment programs of subjects of the electric power industry».

2.3. in case of amending Resolution of the Government of the Russian Federation of 01.12.2009 № 977 in terms of the specifics of approving the investment programs of subsidiaries and affiliates of PJSC ROSSETI in 2019, if necessary, to adjust the draft decision on the issue under consideration and re-submit to the Board of Directors of the Company».

Voting results at the meeting:

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

Voting results by filling in the questionnaires:

- | | |
|---------------------------------|---------------|
| 7. Pavel Vladimirovich Grebtsov | - «FOR» |
| 8. Andrey Vladimirovich Morozov | - «ABSTAINED» |
| 9. Alexey Igorevich Pavlov | - «FOR» |

Total:

«FOR»	- «5»
«AGAINST»	- «0»
«ABSTAINED»	- «4»

Decision is taken.

Item 2. On the recommendation to the Board of Directors of the Company regarding the item «On consideration of the report on execution of the Company's Business Plan in 1Q 2019».

Speaker – E.I Velichko.

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: E.A. Olkhovich, A.I. Krupenina, R.A. Filkin, A.V. Shevchuk.

The explanations and answers to the questions were given by: E.I Velichko.

Decision put for voting:

1. To recommend to the Board of Directors of the Company to take the following decision:
«1. To take into consideration the report on execution of the Company's Business Plan in 1Q 2019 in accordance with the Appendix.
2. *According to the results of the Company's work in 1Q 2019, to note the deviation of the actual indicators of the Business Plan from the planned ones in accordance with the Appendix».*

Voting results at the meeting:

- | | |
|-----------------------------------|---------|
| 1. Dmitry Sergeevich Kapustin | - «FOR» |
| 2. Valery Vasilyevich Kataev | - «FOR» |
| 3. Anastasiya Igorevna Krupenina | - «FOR» |
| 4. Evgeny Alexandrovich Olkhovich | - «FOR» |
| 5. Roman Alexeyevich Filkin | - «FOR» |
| 6. Alexander Viktorovich Shevchuk | - «FOR» |

Voting results by filling in the questionnaires:

- | | |
|---------------------------------|---------|
| 7. Pavel Vladimirovich Grebtsov | - «FOR» |
| 8. Andrey Vladimirovich Morozov | - «FOR» |
| 9. Alexey Igorevich Pavlov | - «FOR» |

Total:

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

Decision is taken.

Item 3. On the recommendation to the Board of Directors of the Company regarding the item «On approval of the report of General Director of the Company on execution of the Company's Investment Program in 1Q 2019».

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 the following members of the Committee: E.A. Olkhovich, A.I. Pavlov, D.S. Kapustin.

The explanations and answers to the questions were given by: D.V. Sklyarov.

Decision put for voting:

- To recommend to the Board of Directors of the Company to take the following decision:
1. *To approve the report on execution of the Company's Investment Program in 1Q 2019 in accordance with the Appendix.*
 2. *To instruct General Director of the Company to ensure that the planned volume of grid connection of applicants of preferential categories within the funding limits set in the draft Investment Program and Business Plan of the Company approved by the Company's Board of Directors is fulfilled in 2019.*

3. *The report on the implementation of clause 2 of this decision shall be submitted for consideration by the Board of Directors of the Company on a quarterly basis as part of reports on execution of the Investment Program of the Company in 2019».*

Voting results at the meeting:

- | | |
|-----------------------------------|---------|
| 1. Dmitry Sergeevich Kapustin | - «FOR» |
| 2. Valery Vasilyevich Kataev | - «FOR» |
| 3. Anastasiya Igorevna Krupenina | - «FOR» |
| 4. Evgeny Alexandrovich Olkhovich | - «FOR» |
| 5. Roman Alexeyevich Filkin | - «FOR» |
| 6. Alexander Viktorovich Shevchuk | - «FOR» |

Voting results by filling in the questionnaires:

- | | |
|---------------------------------|---------|
| 7. Pavel Vladimirovich Grebtsov | - «FOR» |
| 8. Andrey Vladimirovich Morozov | - «FOR» |
| 9. Alexey Igorevich Pavlov | - «FOR» |

Total:

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

Decision is taken.

**Chairperson
of the Strategy and Development Committee**

E.A. Olkhovich

**Secretary
of the Strategy and Development Committee**

S.V. Lapinskaya