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|  | Interregional Distribution Grid Company of Centre, Public Joint-Stock Company |

MINUTES

of meeting of the Board of Directors of IDGC of Centre, PJSC

(in the form of absent voting)

«26» January 2021 Moscow No. 02/21

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: **26.01.2021.**

**AGENDA:**

1. On the budget approval of the Committees of the Board of Directors of the Company for 1H 2021.
2. On consideration of the reports on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of IDGC of Centre’s Group of Companies following the results of 9 months of 2020.
3. On consideration of the report of General Director of the Company on approval of the Investment Program of IDGC of Centre, PJSC for 2021-2025 and amendments, entered into the Investment Program of IDGC of Centre, PJSC, approved by Order of the Ministry of Energy of Russia of 14.12.2015 № 951, with the amendments, entered by Orders of the Ministry of Energy of Russia of 26.12.2019 № 35@ and 14.12.2020 № 11@.
4. On consideration of the report of General Director of the Company on the status of the Company’s Registry of non-core assets in 4Q 2020 and in 2020.

**Item 1. On the budget approval of the Committees of the Board of Directors of the Company for 1H 2021.**

**Decision:**

1. To approve the budget of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC for 1H 2021 in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

2. To approve the budget of the Personnel and Remuneration Committee of the Board of Directors of IDGC of Centre, PJSC for 1H 2021 in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

3. To approve the budget of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for 1H 2021 in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

4. To approve the budget of the Reliability Committee of the Board of Directors of IDGC of Centre, PJSC for 1H 2021 in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

5. To approve the budget of the Grid Connection Committee under the Board of Directors of IDGC of Centre, PJSC for 1H 2021 in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

**Voting results:**

1. Alexander Viktorovich Golovtsov - «ABSTAINED»
2. Vitaly Yuryevich Zarkhin - «FOR»
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 - «FOR»

**Total:**

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

**Decision is taken.**

**Item 2. On consideration of the reports on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of IDGC of Centre’s Group of Companies following the results of 9 months of 2020.**

**Decision:**

To take into consideration the reports on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of IDGC of Centre’s Group of Companies following the results of 9 months of 2020 in accordance with Appendices ## 6-7 to this decision of the Board of Directors of the Company.

**Voting results:**

1. Alexander Viktorovich Golovtsov - «FOR»
2. Vitaly Yuryevich Zarkhin - «FOR»
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 - «FOR»

**Total:**

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

**Decision is taken.**

**Item 3. On consideration of the report of General Director of the Company on approval of the Investment Program of IDGC of Centre, PJSC for 2021-2025 and amendments, entered into the Investment Program of IDGC of Centre, PJSC, approved by Order of the Ministry of Energy of Russia of 14.12.2015 № 951, with the amendments, entered by Orders of the Ministry of Energy of Russia of 26.12.2019 № 35@ and 14.12.2020 № 11@.**

**Decision:**

To take into consideration the report of General Director of the Company on approval of the Investment Program of IDGC of Centre, PJSC for 2021-2025 and amendments, entered into the Investment Program of IDGC of Centre, PJSC, approved by Order of the Ministry of Energy of Russia of 14.12.2015 № 951, with the amendments, entered by Orders of the Ministry of Energy of Russia of 26.12.2019 № 35@ and 14.12.2020 № 11@ in accordance with Appendix # 8 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 - «FOR»

**Total:**

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

**Decision is taken.**

**Item 4. On consideration of the report of General Director of the Company on the status of the Company’s Registry of non-core assets in 4Q 2020 and in 2020.**

**Decision:**

1. To take into consideration the report of General Director of the Company on the status of the Registry of non-core assets of IDGC of Centre, PJSC in 4Q 2020 and in 2020 in accordance with Appendices ## 9-10 to this decision of the Board of Directors of the Company.

2. To approve the updated Registry of non-core assets of the Company as of 31.12.2020 in accordance with Appendix # 11 to this decision of the Board of Directors of the Company.

**Voting results:**

1. Alexander Viktorovich Golovtsov - «ABSTAINED»
2. Vitaly Yuryevich Zarkhin - «AGAINST»
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:**

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| «FOR» | - «8» |
| «AGAINST» | - «1» |
| «ABSTAINED» | - «2» |

**Decision is taken.**

**Appendices:**

1. The budget of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC for 1H 2021 (Appendix # 1).
2. The budget of the Personnel and Remuneration Committee of the Board of Directors of IDGC of Centre, PJSC for 1H 2021 (Appendix # 2).
3. The budget of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for 1H 2021 (Appendix # 3).
4. The budget of the Reliability Committee of the Board of Directors of IDGC of Centre, PJSC for 1H 2021 (Appendix # 4).
5. The budget of the Grid Connection Committee under the Board of Directors of IDGC of Centre, PJSC for 1H 2021 (Appendix # 5).
6. The reports on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of IDGC of Centre’s Group of Companies following the results of 9 months of 2020 (Appendices ## 6-7).
7. The report of General Director of the Company on approval of the Investment Program of IDGC of Centre, PJSC for 2021-2025 and amendments, entered into the Investment Program of IDGC of Centre, PJSC, approved by Order of the Ministry of Energy of Russia of 14.12.2015 № 951, with the amendments, entered by Orders of the Ministry of Energy of Russia of 26.12.2019 № 35@ and 14.12.2020 № 11@ (Appendix # 8).
8. The report of General Director of the Company on the status of the Registry of non-core assets of IDGC of Centre, PJSC in 4Q 2020 and in 2020 (Appendices ## 9-10).
9. The updated Registry of non-core assets of the Company as of 31.12.2020 (Appendix # 11).

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| **Chairperson of the Board of Directors of IDGC of Centre, PJSC** |  | **A.V. Mayorov** |
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**Corporate Secretary**

**of IDGC of Centre, PJSC S.V. Lapinskaya**