

**MINUTES**  
of meeting of the Strategy Committee  
of the Board of Directors of IDGC of Centre, PJSC

02 April 2021

Moscow

No. 06/21

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

**Total number of members of the Strategy Committee:** 11 persons.

**Participants of the voting:** A.V. Golovtsov, P.V. Grebtsov, V.Y. Zarkhin, V.A. Kapitonov, D.V. Krainskiy, A.I. Krupenina, D.D. Mikheev, A.V. Pilyugin, E.V. Prokhorov, M.G. Tikhonova, A.V. Shevchuk.

**Members who provided questionnaires:** none.

**The quorum** is present.

**Date of the minutes:** 02.04.2021.

**AGENDA:**

1. On recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On approval of the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity transmission services and settlement of disputes established by 01.01.2021».
2. On recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On approval of the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity supplied and settlement of disputes established by 01.01.2021».
3. On consideration of the Plan for maintaining the efficiency and development of the internal control system and the risk management system of IDGC of Centre, PJSC.

**Item 1. On recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On approval of the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity transmission services and settlement of disputes established by 01.01.2021».**

**Decision:**

1. To recommend that the Board of Directors of IDGC of Centre, PJSC take the following decision:

*«1. To approve the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity transmission services and settlement of disputes established by 01.01.2021, in accordance with the Appendix.*

*2. To take into consideration the report of General Director of the Company on execution of the Schedule of activities of IDGC of Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.10.2020, approved by the decision of the Board of Directors of the Company on 29.12.2020 (Minutes # 64/20), in accordance with the Appendix.*

*3. To take into consideration the report of General Director of the Company on the work performed by IDGC of Centre, PJSC in relation to newly created overdue accounts receivable for electricity transmission services in 4Q 2020 in accordance with the Appendix.*

*4. To take into consideration the report of General Director of the Company on the repayment*

in 2020 of overdue accounts receivable, formed on 01.01.2020, in accordance with the Appendix.

5. To note the fulfillment by the Company by the end of 2020 of the planned indicator of repayment of overdue accounts receivable from the amount that had developed as of 01.01.2020 (with the plan of RUB 2740,5 million, RUB 3175,3 million were actually repaid).

6. To instruct General Director of the Company:

6.1. To ensure repayment in 2021 of RUB 4670,4 million of overdue accounts receivable from the value that had developed as of 01.01.2021, including RUB 894,1 million in the 1st quarter of 2021, RUB 573,6 million in the 2nd quarter of 2021, RUB 646,4 million in the 3rd quarter of 2021, RUB 2556,3 million in the 4th quarter of 2021.

6.2. To provide quarterly submission, within the framework of this issue, of information on the progress of the execution of the instruction specified in para. 6.1. of this decision (on an accrual basis since the beginning of the year)».

2. To mark the low-quality planning at the end of the 4th quarter of 2020 by IDGC of Centre, PJSC of the indicator «repayment/reduction of overdue debt» (with the plan of RUB 1375,29 million, the actual value was RUB 3220 million).

#### **Voting results:**

- |                                    |               |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2. Pavel Vladimirovich Grebtsov    | - «FOR»       |
| 3. Vitaly Yuryevich Zarkhin        | - «ABSTAINED» |
| 4. Vladislav Albertovich Kapitonov | - «FOR»       |
| 5. Daniil Vladimirovich Krainskiy  | - «FOR»       |
| 6. Anastasiya Igorevna Krupenina   | - «ABSTAINED» |
| 7. Dmitry Dmitrievich Mikheev      | - «FOR»       |
| 8. Alexander Viktorovich Pilyugin  | - «FOR»       |
| 9. Egor Vyacheslavovich Prokhorov  | - «FOR»       |
| 10. Maria Gennadievna Tikhonova    | - «FOR»       |
| 11. Alexander Viktorovich Shevchuk | - «AGAINST»   |

#### **Total:**

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

#### **Decision is taken.**

A dissenting opinion was received on this item from a member of the Strategy Committee of the Board of Directors of the Company, A.V. Golovtsov (Appendix # 2).

**Item 2. On recommendations to the Board of Directors of IDGC of Centre, PJSC regarding the item «On approval of the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity supplied and settlement of disputes established by 01.01.2021».**

#### **Decision:**

To recommend that the Board of Directors of IDGC of Centre, PJSC take the following decision:

«1. To approve the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity supplied and settlement of disputes established by 01.01.2021, in accordance with the Appendix.

2. To take into consideration the report of General Director of the Company on execution of the Schedule of activities of IDGC of Centre, PJSC to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.10.2020, approved by the decision of the Board of Directors of the Company on 29.12.2020 (Minutes # 64/20), in

*accordance with the Appendix».*

**Voting results:**

- |                                    |               |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «FOR»       |
| 2. Pavel Vladimirovich Grebtsov    | - «FOR»       |
| 3. Vitaly Yuryevich Zarkhin        | - «ABSTAINED» |
| 4. Vladislav Albertovich Kapitonov | - «FOR»       |
| 5. Daniil Vladimirovich Krainskiy  | - «FOR»       |
| 6. Anastasiya Igorevna Krupenina   | - «FOR»       |
| 7. Dmitry Dmitrievich Mikheev      | - «FOR»       |
| 8. Alexander Viktorovich Pilyugin  | - «FOR»       |
| 9. Egor Vyacheslavovich Prokhorov  | - «FOR»       |
| 10. Maria Gennadievna Tikhonova    | - «FOR»       |
| 11. Alexander Viktorovich Shevchuk | - «AGAINST»   |

**Total:**

«FOR»	- «9»
«AGAINST»	- «1»
«ABSTAINED»	- «1»

**Decision is taken.**

**Item 3. On consideration of the Plan for maintaining the efficiency and development of the internal control system and the risk management system of IDGC of Centre, PJSC.**

**Decision:**

1. To approve the Plan for maintaining the efficiency and development of the internal control system and the risk management system of IDGC of Centre, PJSC (hereinafter – the Plan) in terms of measures to improve the risk management system in accordance with Appendix # 1 to this decision of the Strategy Committee.

2. Subject to the approval of the Plan by the Audit Committee of the Board of Directors of IDGC of Centre, PJSC, to recommend that the Board of Directors of the Company take the following decisions:

*«1. To approve the Plan for maintaining the efficiency and development of the internal control system and the risk management system of IDGC of Centre, PJSC in accordance with the Appendix.*

*2. To recognize as invalid the decisions of the Board of Directors of IDGC of Centre, PJSC on item # 3 «On approval of the Action Plan to maintain the efficiency and development of the internal control system of IDGC of Centre, PJSC» (Minutes # 30/19 of 16.09.2019) and on item # 5 «On approval of the Plan for development and improvement of the risk management system of IDGC of Centre, PJSC» (Minutes # 48/19 of 30.12.2019) from the date of this decision.*

*3. To instruct General Director of IDGC of Centre, PJSC to ensure that the Board of Directors of IDGC of Centre, PJSC is informed annually about the implementation of the Plan for maintaining the efficiency and development of the internal control system and risk management system of IDGC of Centre, PJSC as part of reports of the executive bodies on the organization, operation and effectiveness of the internal control system and risk management system».*

**Voting results:**

- |                                    |               |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2. Pavel Vladimirovich Grebtsov    | - «FOR»       |
| 3. Vitaly Yuryevich Zarkhin        | - «AGAINST»   |
| 4. Vladislav Albertovich Kapitonov | - «FOR»       |
| 5. Daniil Vladimirovich Krainskiy  | - «FOR»       |
| 6. Anastasiya Igorevna Krupenina   | - «ABSTAINED» |
| 7. Dmitry Dmitrievich Mikheev      | - «FOR»       |

- |                                    |               |
|------------------------------------|---------------|
| 8. Alexander Viktorovich Pilyugin  | - «FOR»       |
| 9. Egor Vyacheslavovich Prokhorov  | - «FOR»       |
| 10. Maria Gennadievna Tikhonova    | - «FOR»       |
| 11. Alexander Viktorovich Shevchuk | - «ABSTAINED» |

**Total:**

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

**Decision is taken.**

**Appendices:**

1. The Plan for maintaining the efficiency and development of the internal control system and the risk management system of IDGC of Centre, PJSC in terms of measures to improve the risk management system (Appendix # 1).
2. The dissenting opinion from the member of the Strategy Committee of the Board of Directors of the Company, A.V. Golovtsov, on item # 1 of the agenda of the Strategy Committee of the Board of Directors of the Company (Appendix # 2).

**Chairperson of the Strategy Committee**

**P.V. Grebtsov**

**Secretary of the Strategy Committee**

**S.V. Lapinskaya**