

Table of amendments
to the Regulation on the Board of Directors
of Interregional Distribution Grid Company of Centre, Public Joint-Stock Company

#	The text of the norms of the current version of the Regulation on the Board of Directors in respect of which the amendments have been proposed	Edition of the proposed amendments to the Regulation on the Board of Directors
	The second subparagraph of paragraph 3.6. «Those members of the Board of Directors who voted against the resolution that led to inflicting losses to the Company or those, who did not participate in the vote, are not responsible for the losses.»	To amend the second subparagraph of paragraph 3.6. of Article 3, as follows: «Those members of the Board of Directors who voted against the resolution that led to inflicting losses to the Company or those, acting in good faith, who did not participate in the vote, are not responsible for the losses.»
	Paragraph 5.1. of Article 5: «5.1. Meetings of the Board of Directors are carried out in accordance with the approved plan of the Board of Directors operation and also in case of necessity, but no less than once in a quarter, if other is not fixed by the present Regulations.»	To supplement paragraph 5.1. of Article 5 with the second sentence as follows: «So doing this notice and the materials for the meeting of the Board of Directors shall be sent in accordance with paragraph 6.6. - 6.11. and Section 9 hereof. Duration of the meeting may be shortened with the consent of all members of the Board of Directors.»
	Paragraph 5.3.2. of Article 5: «5.3.2. Plan of the Board of Directors operation must include: 1) items or consideration at the Company's Board of Directors meetings in the current year (quarterly); 2) timetable of the Board of Directors meetings holding; 3) list of individuals (management bodies of the Company) responsible for preparation of the items for consideration at the Board of Directors meeting (members of the Board of Directors, General Director of the Company, other individuals)»	To supplement paragraph 5.3.2. of Article 5 with subparagraph 4) as follows: «4) form of meeting (absentee voting, physical meeting - meeting in person).»

	Does not exist	To supplement Article 5 with paragraph 5.4. as follows: «5.4. Meetings of the Board of Directors may be held in person (joint attendance), including through videoconferencing and by absentee voting (by poll).»
	Does not exist	To supplement Article 5 with paragraph 5.5. as follows: «5.5. Meetings of the Board of Directors regarding formation of executive bodies in accordance with Section 9 of this regulation, as well as for the review of the Company's business plan, investment program, the target values of key performance indicators, as well as adjustments and their performance reports for the fiscal year are held in person (joint attendance).»
	Paragraph 8.8. of Article 8: «8.8. Filled in questionnaires of the Board of Directors members absent at the Board of Directors meetings shall be enclosed to the minutes of the Board of Directors meetings.»	To amend paragraph 8.8. of Article 8, as follows: «8.8. Filled in questionnaires of the Board of Directors members absent at the Board of Directors meetings, as well as dissenting opinions of members of the Board of Directors on the agenda shall be enclosed to the minutes of the Board of Directors meetings.»
	Does not exist	To supplement Article 9. with paragraphs 9.11 and 9.12. as follows: «9.11. Any member of the Board of Directors has the right to propose alternative wording of draft decisions on the agenda, sending them to the Corporate Secretary, in writing, by fax or by e-mail with a cover letter no later than the fifth working day following the day of receipt of the documents specified in paragraph 9.2 . hereof. 9.12. The proposed wording by a member of the Board of Directors of draft decisions shall be included in the relevant agenda items of questionnaires sent to members of the Board of Directors in accordance with paragraph 8.3. hereof, indicating the need for voting on both draft decisions. If there are alternative wordings of draft decisions the resolution shall be adopted with the wording having more votes «FOR».
	Paragraph 10.6. of Article 10:	To amend paragraph 10.6. of Article 10, as follows:

<p>«10.6. Notification on Convening a Board of Directors meeting with the agenda containing the items fixed in 10.2. of the present Regulations shall be sent to the Board of Directors members in written form no later than 3 (three) days before the date of carrying out the Board of Directors meeting.»</p>	<p>«10.6. Notification on Convening a Board of Directors meeting with the agenda containing the items fixed in 10.2. of the present Regulations shall be sent to the Board of Directors members in written form no later than 7 (seven) days before the date of carrying out the Board of Directors meeting.»</p>
<p>Paragraph 10.7. of Article 10: «10.7. In case if the stated items according to the Regulations on the Board of Directors Committees shall be pre-studied by a corresponding Board of Directors committee of the Company, a notification on carrying out a Board of Directors meeting, which agenda contains the stated problems shall be delivered to the Board of Directors members in written form no later than 5 (five) days before the date of carrying out the Board of Directors meeting. The mentioned Board of Directors meeting may be carried out in any form.»</p>	<p>To amend paragraph 10.7. of Article 10, as follows: «10.7. In case if the stated items according to the Regulations on the Board of Directors Committees shall be pre-studied by a corresponding Board of Directors committee of the Company, a notification on carrying out a Board of Directors meeting, which agenda contains the stated problems shall be delivered to the Board of Directors members in written form no later than 10 (ten) days before the date of carrying out the Board of Directors meeting. The mentioned Board of Directors meeting shall be carried out in joint attendance form.»</p>
<p>Paragraph 11.3. of Article 11: «11.3. The Minutes shall include: - full name of the Company; - form of carrying out the meeting; - place and time of carrying out the meeting; - members of the Board of Directors, present at the meeting (those who participated in postal, open-postal vote) and invited individuals; - information on presence of the quorum; - agenda of the meeting; - items put to the vote and results of the roll-call vote on them; - summaries of the reports and speeches of the participants; - passed resolutions; Minutes of a Board of Directors Meeting shall be signed by the presiding person and the Corporate Secretary of the Board of Directors responsible for correct drawing up of the Minutes. The Corporate Secretary of the Board of Directors signs all the enclosures to the Minutes of the Board of Directors Meeting (Chairperson of the Board of Directors signs the enclosures to the Minutes of the Board of Directors Meeting in case if it is stipulated by the document format).»</p>	<p>To amend paragraph 11.3. of Article 11, as follows: «11.3. The Minutes shall include: - full name of the Company; - form of carrying out the meeting; - place and time of carrying out the meeting; - members of the Board of Directors, present at the meeting (those who participated in postal, open-postal vote) and invited individuals; - information on presence of the quorum; - agenda of the meeting; - items put to the vote and results of the roll-call vote on them; - summaries of the reports and speeches of the participants; - wording of decisions adopted under each item on the agenda; - dissenting opinions of members of the Board of Directors on the agenda if the members of the Board of Directors required their inclusion in the minutes of the meeting. Received from members of the Board of Directors dissenting opinions in writing on the agenda shall be attached to the minutes of the meeting. Minutes of a Board of Directors Meeting shall be signed by the presiding person and the Corporate Secretary of the Board of Directors responsible for correct drawing up of the Minutes. The Corporate Secretary of the Board of Directors signs all the enclosures to the Minutes of the Board of Directors Meeting (Chairperson of the Board of Directors signs the enclosures to the Minutes of the Board of Directors Meeting in case if it is stipulated by the document format).»</p>