



Interregional Distribution Grid Company of Centre,  
Public Joint-Stock Company  
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**MINUTES**  
of meeting of the Board of Directors of IDGC of Centre, PJSC  
(in presentia-absentia)

«06» September 2018

Moscow

No. 31/18

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

Place of the meeting: **Moscow, 2nd Yamskaya, 4, floor 5, office 507.**

Video conference room A5-048 (5<sup>th</sup> floor) at the address: Moscow, Belovezhskaya str., 4.

Time of the meeting: **10 hours 15 minutes – 11 hours 15 minutes.**

Participants of the meeting: **A.V. Varvarin, A.I. Kazakov, O.Y. Isaev, A.I. Pavlov (video conference call), A.V. Rakov (video conference call), M.M. Saukh (video conference call), R.A. Filkin, A.V. Shevchuk.**

The written opinion (questionnaire) of the following members was taken into account while defining the results: **D.B. Akopyan, L.A. Romanovskaya, D.A. Spirin.**

Members who neither participated nor provided questionnaires: **none.**

The quorum **is present.**

Date of the minutes: **07.09.2018.**

The meeting of the Board of Directors of IDGC of Centre, PJSC was led by Chairperson of the Board of Directors of IDGC of Centre, Alexander Ivanovich Kazakov.

**The following invited persons – the management of IDGC of Centre were present:**

A.K. Akhmedova - Deputy General Director for Legal Provision

V.A. Gorev - Acting Deputy General Director for Capital Construction

I.V. Gromova - Deputy General Director for Human Resources and Organizational Design

A.V. Inozemtsev - Acting Deputy General Director for Economy and Finance

K.A. Mikhailik - First Deputy General Director

K.Y. Petukhov - Deputy General Director for Development and Sale of Services

A.V. Pilyugin - First Deputy General Director - Chief Engineer

D.V. Sklyarov - Deputy General Director for Investment

L.A. Sklyarova - Chief Accountant - Head of Financial and Tax Accounting and Reporting Department

S.N. Sharapov - Deputy General Director for Corporate Governance

After the announcement of a quorum regarding the agenda items by Chairperson at the meeting of the Board of Directors of the Company, A.I. Kazakov, the meeting was called to order.

**AGENDA:**

1. On consideration of the report on execution of the Company's Business Plan in 1H 2018.
2. On approval of the report on execution of the Company's Investment Program in 2Q and 1H 2018.

**Item 1: On consideration of the report on execution of the Company's Business Plan in 1H 2018.**

**Speaker** *in terms of the report on the Business Plan* – A.V. Inozemtsev.

**Co-speaker** *in terms of the report on the Program of long-term development of electric power metering systems at the retail market* – K.Y. Petukhov.

**Co-speaker** *in terms of the report on the Program of energy saving and energy efficiency* – A.V. Pilyugin.

The reports (presentations) on the item are stored in the materials for the meeting of the Board of Directors.

**In discussing the report the questions were received from** R.A. Filkin, A.V. Shevchuk, A.V. Rakov, A.V. Varvarin.

**The explanations and answers to the questions were given by** K.A. Mikhailik, A.V. Inozemtsev, K.Y. Petukhov, A.V. Pilyugin.

**After the discussion the members of the Board of Directors proceeded to vote.**

**Decision taken at the meeting:**

1. To take into consideration the report on execution of the Business Plan IDGC of Centre, PJSC in 1H 2018 in accordance with Appendices # 1-5 to this decision of the Board of Directors of the Company.
2. To instruct General Director of the Company to submit to the meeting of the Strategy and Development Committee simultaneously with consideration of the report «On execution of the Company's Business Plan following the results of 9 months of 2018»:
  - a methodology for calculating both revenue and expenditure bases for the provision of services for non-regulated activities;
  - justification of the expediency of additional measures to reduce electric energy losses with details of revenue and expenditure parts.

**Voting results under the decision draft, announced at the meeting:**

- |    |                                |         |
|----|--------------------------------|---------|
| 1. | Alexander Viktorovich Varvarin | - «FOR» |
| 2. | Alexander Ivanovich Kazakov    | - «FOR» |
| 3. | Oleg Yuryevich Isaev           | - «FOR» |
| 4. | Alexey Igorevich Pavlov        | - «FOR» |
| 5. | Alexey Viktorovich Rakov       | - «FOR» |
| 6. | Maxim Mikhailovich Saukh       | - «FOR» |
| 7. | Roman Alexeyevich Filkin       | - «FOR» |
| 8. | Alexander Viktorovich Shevchuk | - «FOR» |

**Voting results by filling in the questionnaires:**

- |     |                                 |         |
|-----|---------------------------------|---------|
| 9.  | Dmitry Borisovich Akopyan       | - «FOR» |
| 10. | Larisa Anatolievna Romanovskaya | - «FOR» |
| 11. | Denis Alexandrovich Spirin      | - «FOR» |

**Total:**

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

**Decision is taken.**

**Item 2. On approval of the report on execution of the Company's Investment Program in 2Q and 1H 2018.**

**Speaker** – V.A. Gorev.

The report (presentation) on the item is stored in the materials for the meeting of the Board of Directors.

**Without discussing the report, the members of the Board of Directors proceeded to vote.**

**Decision taken at the meeting:**

To approve the report on execution of the Company's Investment Program in 2Q and 1H 2018 in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

**Voting results under the decision draft, announced at the meeting:**

- |    |                                |         |
|----|--------------------------------|---------|
| 1. | Alexander Viktorovich Varvarin | - «FOR» |
| 2. | Alexander Ivanovich Kazakov    | - «FOR» |
| 3. | Oleg Yuryevich Isaev           | - «FOR» |
| 4. | Alexey Igorevich Pavlov        | - «FOR» |
| 5. | Alexey Viktorovich Rakov       | - «FOR» |
| 6. | Maxim Mikhailovich Saukh       | - «FOR» |
| 7. | Roman Alexeyevich Filkin       | - «FOR» |
| 8. | Alexander Viktorovich Shevchuk | - «FOR» |

**Voting results by filling in the questionnaires:**

- |     |                                 |         |
|-----|---------------------------------|---------|
| 9.  | Dmitry Borisovich Akopyan       | - «FOR» |
| 10. | Larisa Anatolievna Romanovskaya | - «FOR» |
| 11. | Denis Alexandrovich Spirin      | - «FOR» |

**Total:**

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

**Decision is taken.**

Then, with the consent of all members of the Board of Directors of the Company present at the meeting, they took into consideration the information on the implementation of decisions of the Board of Directors taken at the meetings of the Board of Directors of the Company from 01.07.2018 to 31.08.2018, presented by Corporate Secretary of the Company in accordance with the Regulation on the Board of Directors of the Company while holding a meeting in person.

The agenda of the meeting of the Board of Directors of IDGC of Centre, PJSC on 06.09.2018 was exhausted.

The meeting of the Board of Directors of the Company was adjourned.

**Appendices:**

1. The report of General Director of the Company «On execution of the Company's Business Plan in 1H 2018» (Appendix #1).
2. The report «On execution of the Action Plan in 1H 2018 to increase the efficiency of performance and improve the economic and financial condition of IDGC of Centre, PJSC (the branch «Tverenergo»» (Appendix #2).
3. The report «On key operational risks in 1H 2018» (Appendix #3).
4. The report «On execution of the Company's Program of energy saving and energy efficiency in 1H

2018» (Appendix #4).

5. The report «On execution of the Company's Program of long-term development of electric power metering systems at the retail market in 1H 2018» (Appendix #5).

6. The report «On execution of the Company's Investment Program in 1H 2018» (Appendix #6).

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

**A.I. Kazakov**

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

**S.V. Lapinskaya**