



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 the form of absent voting)

«05» October 2017

Moscow

No. 23/17

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

Total number of members of the Board of Directors: **11 people.**

Participants of the voting: **T.P. Dronova, O.Y. Isaev, Y.N. Mangarov, A.I. Pavlov, A.V. Rakov, M.M. Saukh, P.N. Snikkars, D.A. Spirin, R.A. Filkin, O.V. Shatokhina, A.V. Shevchuk.**

Members who did not provide questionnaires: **none.**

The quorum is **present.**

Date of the minutes: **06.10.2017.**

AGENDA:

1. On consideration of the report of General Director of the Company «On implementation of the decisions taken in 2Q 2017 at the meetings of the Board of Directors of the Company».
2. On approval of the report of General Director of the Company «On the results of execution of the target values of key performance indicators of General Director of the Company in 2Q 2017».
3. On approval of reports of General Director of the Company «On execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of IDGC of Centre in 1H 2017».
4. On approval of the internal document of the Company - The Guidelines to implement the unified communication policy of IDGC of Centre, PJSC in a new edition.
5. On determination of the position of IDGC of Centre, PJSC regarding the agenda items of a meeting of the Board of Directors of JSC “Sanatorium “Energetik” - On approval of the report of General Director of the Company «On execution of the target values of quarterly key performance indicators in 2Q 2017».
6. On approval of scenario conditions for formation of the Business Plan of IDGC of Centre, PJSC for 2018 and forecast indicators for 2019-2022.
7. On consideration of the report of General Director of the Company «On completion of all work and availability of facilities under concluded grid connection agreements of infrastructure facilities, involved in the preparation and holding of the 2018 FIFA World Cup, by 30.08.2017».

Item 1: On consideration of the report of General Director of the Company «On implementation of the decisions taken in 2Q 2017 at the meetings of the Board of Directors of the Company».

Decision:

1. To take into consideration the report of General Director of the Company «On implementation of the decisions taken in 2Q 2017 at the meetings of the Board of Directors of the Company» in accordance with Appendices ## 1 - 7 to this decision of the Board of Directors of the Company.
2. To instruct General Director of the Company to ensure strict observance of Resolution of the Government of the Russian Federation of 11.12.2014 No. 1352 regarding payment terms under

contracts concluded with small and medium-sized business entities, including with regard to ensuring the adjustment of planned payment terms, in case of early performance and acceptance of goods, works, services by the Company (no more than 30 calendar days from the moment of acceptance of the goods (works, services)).

Voting results:

- | | | |
|-----|--------------------------------|---------------|
| 1. | Tatiana Petrovna Dronova | - «FOR» |
| 2. | Oleg Yuryevich Isaev | - «FOR» |
| 3. | Yury Nikolayevich Mangarov | - «FOR» |
| 4. | Alexey Igorevich Pavlov | - «FOR» |
| 5. | Alexey Viktorovich Rakov | - «FOR» |
| 6. | Maxim Mikhailovich Saukh | - «FOR» |
| 7. | Pavel Nikolayevich Snikkars | - «FOR» |
| 8. | Denis Alexandrovich Spirin | - «ABSTAINED» |
| 9. | Roman Alexeyevich Filkin | - «ABSTAINED» |
| 10. | Oxana Vladimirovna Shatokhina | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

Decision is taken.

Item 2: On approval of the report of General Director of the Company «On the results of execution of the target values of key performance indicators of General Director of the Company in 2Q 2017».

Decision:

To approve the report of General Director of the Company «On the results of execution of the target values of key performance indicators of General Director of the Company in 2Q 2017» in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.

Voting results:

- | | | |
|-----|--------------------------------|---------------|
| 1. | Tatiana Petrovna Dronova | - «ABSTAINED» |
| 2. | Oleg Yuryevich Isaev | - «FOR» |
| 3. | Yury Nikolayevich Mangarov | - «FOR» |
| 4. | Alexey Igorevich Pavlov | - «FOR» |
| 5. | Alexey Viktorovich Rakov | - «FOR» |
| 6. | Maxim Mikhailovich Saukh | - «FOR» |
| 7. | Pavel Nikolayevich Snikkars | - «FOR» |
| 8. | Denis Alexandrovich Spirin | - «FOR» |
| 9. | Roman Alexeyevich Filkin | - «FOR» |
| 10. | Oxana Vladimirovna Shatokhina | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

Decision is taken.

Item 3: On approval of reports of General Director of the Company «On execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of IDGC of Centre in 1H 2017».

Decision:

To take into consideration the report of General Director of the Company «On execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the

Group of IDGC of Centre in 1H 2017» in accordance with Appendices ## 9, 10 to this decision of the Board of Directors of the Company.

Voting results:

1. Tatiana Petrovna Dronova - «FOR»
2. Oleg Yuryevich Isaev - «FOR»
3. Yury Nikolayevich Mangarov - «FOR»
4. Alexey Igorevich Pavlov - «FOR»
5. Alexey Viktorovich Rakov - «FOR»
6. Maxim Mikhailovich Saukh - «FOR»
7. Pavel Nikolayevich Snikkars - «FOR»
8. Denis Alexandrovich Spirin - «FOR»
9. Roman Alexeyevich Filkin - «FOR»
10. Oxana Vladimirovna Shatokhina - «FOR»
11. Alexander Viktorovich Shevchuk - «FOR»

Total:

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

Decision is taken.

Item 4: On approval of the internal document of the Company - The Guidelines to implement the unified communication policy of IDGC of Centre, PJSC in a new edition.

Decision:

To approve the Guidelines to implement the unified communication policy of IDGC of Centre, PJSC in a new edition in accordance with Appendix # 11 to this decision of the Board of Directors of the Company.

Voting results:

1. Tatiana Petrovna Dronova - «ABSTAINED»
2. Oleg Yuryevich Isaev - «FOR»
3. Yury Nikolayevich Mangarov - «FOR»
4. Alexey Igorevich Pavlov - «FOR»
5. Alexey Viktorovich Rakov - «FOR»
6. Maxim Mikhailovich Saukh - «FOR»
7. Pavel Nikolayevich Snikkars - «ABSTAINED»
8. Denis Alexandrovich Spirin - «ABSTAINED»
9. Roman Alexeyevich Filkin - «ABSTAINED»
10. Oxana Vladimirovna Shatokhina - «FOR»
11. Alexander Viktorovich Shevchuk - «ABSTAINED»

Total:

«FOR»	- «6»
«AGAINST»	- «0»
«ABSTAINED»	- «5»

Decision is taken.

Item 5: On determination of the position of IDGC of Centre, PJSC regarding the agenda items of a meeting of the Board of Directors of JSC “Sanatorium “Energetik” - On approval of the report of General Director of the Company «On execution of the target values of quarterly key performance indicators in 2Q 2017».

Decision:

To defer the consideration of the item at a later date.

Voting results:

1. Tatiana Petrovna Dronova - «FOR»
2. Oleg Yuryevich Isaev - «FOR»
3. Yury Nikolayevich Mangarov - «FOR»

- | | | |
|-----|--------------------------------|---------|
| 4. | Alexey Igorevich Pavlov | - «FOR» |
| 5. | Alexey Viktorovich Rakov | - «FOR» |
| 6. | Maxim Mikhailovich Saukh | - «FOR» |
| 7. | Pavel Nikolayevich Snikkars | - «FOR» |
| 8. | Denis Alexandrovich Spirin | - «FOR» |
| 9. | Roman Alexeyevich Filkin | - «FOR» |
| 10. | Oxana Vladimirovna Shatokhina | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

Decision is taken.

Item 6: On approval of scenario conditions for formation of the Business Plan of IDGC of Centre, PJSC for 2018 and forecast indicators for 2019-2022.

Decision:

To defer the consideration of the item at a later date.

Voting results:

- | | | |
|-----|--------------------------------|---------|
| 1. | Tatiana Petrovna Dronova | - «FOR» |
| 2. | Oleg Yuryevich Isaev | - «FOR» |
| 3. | Yury Nikolayevich Mangarov | - «FOR» |
| 4. | Alexey Igorevich Pavlov | - «FOR» |
| 5. | Alexey Viktorovich Rakov | - «FOR» |
| 6. | Maxim Mikhailovich Saukh | - «FOR» |
| 7. | Pavel Nikolayevich Snikkars | - «FOR» |
| 8. | Denis Alexandrovich Spirin | - «FOR» |
| 9. | Roman Alexeyevich Filkin | - «FOR» |
| 10. | Oxana Vladimirovna Shatokhina | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

Decision is taken.

Item 7: On consideration of the report of General Director of the Company «On completion of all work and availability of facilities under concluded grid connection agreements of infrastructure facilities, involved in the preparation and holding of the 2018 FIFA World Cup, by 30.08.2017».

Decision:

To take consideration the report of General Director of the Company «On completion of all work and availability of facilities under concluded grid connection agreements of infrastructure facilities, involved in the preparation and holding of the 2018 FIFA World Cup, by 30.08.2017» in accordance with Appendix # 12 to this decision of the Board of Directors of the Company.

Voting results:

- | | | |
|----|-----------------------------|---------------|
| 1. | Tatiana Petrovna Dronova | - «FOR» |
| 2. | Oleg Yuryevich Isaev | - «FOR» |
| 3. | Yury Nikolayevich Mangarov | - «FOR» |
| 4. | Alexey Igorevich Pavlov | - «FOR» |
| 5. | Alexey Viktorovich Rakov | - «FOR» |
| 6. | Maxim Mikhailovich Saukh | - «FOR» |
| 7. | Pavel Nikolayevich Snikkars | - «ABSTAINED» |
| 8. | Denis Alexandrovich Spirin | - «ABSTAINED» |

9. Roman Alexeyevich Filkin - «ABSTAINED»
 10. Oxana Vladimirovna Shatokhina - «FOR»
 11. Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «3»

Decision is taken.

Appendices:

1. The report «On implementation of the decisions taken in 2Q 2017 at the meetings of the Board of Directors of the Company» (Appendices ## 1-7).
2. The report «On the results of execution of the target values of key performance indicators of General Director of the Company in 2Q 2017» (Appendix # 8).
3. The reports «On execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of IDGC of Centre in 1H 2017» (Appendices ## 9-10).
4. The Guidelines to implement the unified communication policy of IDGC of Centre, PJSC in a new edition (Appendix # 11).
5. The report «On completion of all work and availability of facilities under concluded grid connection agreements of infrastructure facilities, involved in the preparation and holding of the 2018 FIFA World Cup, by 30.08.2017» (Appendix # 12).

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

Y.N. Mangarov

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

S.V. Lapinskaya