



Interregional Distribution Grid Company of Centre,  
Public Joint-Stock Company  
2nd Yamskaya, 4, Moscow, Russia, 127018  
Tel.: +7 (495) 747-92-92, Fax: +7 (495) 747-92-95,  
Power Engineers' Direct Line: 8-800-50-50-115,  
Trust Line: +7 (495) 747-92-99,  
e-mail: posta@mrsk-1.ru, www.mrsk-1.ru

**MINUTES**  
of meeting of the Board of Directors of IDGC of Centre, PJSC  
(in presentia-absentia)

«29» August 2017

Moscow

No. 20/17

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 30 minutes – 11 hours 30 minutes.**

Participants of the meeting: **T.P. Dronova, O.Y. Isaev, Y.N. Mangarov, A.I. Pavlov (video conference call), M.M. Saukh (video conference call), A.V. Shevchuk.**

The written opinion (questionnaire) of the following members was taken into account while defining the results: **A.V. Rakov, D.A. Spirin, R.A. Filkin.**

Members who neither participated nor provided questionnaires: **P.N. Snikkars, O.V. Shatokhina.**

The quorum **is present.**

Date of the minutes: **30.08.2017.**

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, Yury Nikolayevich Mangarov.

**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

E.V. Kabanova - Deputy General Director for Development and Sale of Services

K.A. Mikhailik - First Deputy General Director

V.V. Nikiforova - Deputy General Director for Work with Public Authorities and Anti-Corruption Activities

V.V. Ozhkalo - Deputy General Director for Security

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

O.V. Tikhomirova - Deputy General Director for Economy and Finance

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, Y.N. Mangarov, the meeting was called to order.

**AGENDA:**

1. On approval of the report of General Director of the Company «On execution of the Company's Business Plan in 1H 2017 (including information about key operational risks)».
2. On approval of the report of General Director of the Company «On execution of the Company's Investment Program in 2Q and 1H 2017».

**Item 1. On approval of the report of General Director of the Company «On execution of the Company's Business Plan in 1H 2017 (including information about key operational risks)».**

*Speaker in the part of the report on the Business Plan, risk management, the implementation of the Action Plan for increasing the efficiency of operations and improving the financial and economic status of IDGC of Centre - Tverenergo division and the target indicators established by the Scenario Conditions - O.V. Tikhomirova.*

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

*Co-speaker in the part of the report on the Program of long-term development of electricity metering systems in the retail market – E.V. Kabanova.*

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 Y.N. Mangarov, T.P. Dronova, A.V. Shevchuk, A.I. Pavlov.**

**The explanations and answers to the questions were given by O.Y. Isaev, E.V. Kabanova, K.A. Mikhailik, O.V. Tikhomirova, L.A. Sklyarova, A.V. Pilyugin.**

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

**Decision taken at the meeting:**

1. To approve the report of General Director of the Company «On execution of the Company's Business Plan in 1H 2017» in accordance with Appendices ## 1 - 6 to this decision of the Board of Directors of the Company.
2. To instruct General Director of the Company to submit to the Strategy and Development Committee under the Board of Directors of the Company information on the execution of the instruction of the Board of Directors of the Company regarding measures taken to prevent the implementation of risks that have a significant and critical level of materiality following the results of 2017.

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

1. Tatiana Petrovna Dronova - «FOR»
2. Oleg Yuryevich Isaev - «FOR»
3. Yury Nikolayevich Mangarov - «FOR»
4. Alexey Igorevich Pavlov - «FOR»
5. Maxim Mikhailovich Saukh - «FOR»
6. Alexander Viktorovich Shevchuk - «FOR»

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

7. Alexey Viktorovich Rakov - «FOR»
8. Denis Alexandrovich Spirin - «FOR»
9. Roman Alexeyevich Filkin - «FOR»

**Total:**

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

**Decision is taken.**

**Item 2. On approval of the report of General Director of the Company «On execution of the Company's Investment Program in 2Q and 1H 2017».**

**Speaker** - V.A. Gorev.

The report (presentation) 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** Y.N. Mangarov, A.I. Pavlov.

**The explanations and answers to the questions were given by** O.Y. Isaev, K.A. Mikhailik, V.A. Gorev, A.V. Pilyugin.

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

**Decision taken at the meeting:**

To take into consideration the report of General Director of the Company «On execution of the Company's Investment Program in 2Q and 1H 2017» in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

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

1. Tatiana Petrovna Dronova - «FOR»
2. Oleg Yuryevich Isaev - «FOR»
3. Yury Nikolayevich Mangarov - «FOR»
4. Alexey Igorevich Pavlov - «FOR»
5. Maxim Mikhailovich Saukh - «FOR»
6. Alexander Viktorovich Shevchuk - «FOR»

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

7. Alexey Viktorovich Rakov - «FOR»
8. Denis Alexandrovich Spirin - «FOR»
9. Roman Alexeyevich Filkin - «FOR»

**Total:**

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

**Decision is taken.**

Then, in accordance with the Regulation on the Board of Directors of the Company while holding a meeting in person, Corporate Secretary of the Company presented 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 01.07.2017 to 15.08.2017.

The agenda of the meeting of the Board of Directors of IDGC of Centre, PJSC on 29.08.2017 was exhausted.

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

**Appendices:**

1. The report «On execution of the Company's Business Plan in 1H 2017» (Appendix # 1).
2. The information about key operational risks (Appendix # 2).
3. The report «On the results of implementation of the Program of energy conservation and energy efficiency of the Company in 1H 2017» (Appendix # 3).
4. The report «On the results of implementation of the Program of long-term development of

- electricity metering systems in the retail market of the Company in 1H 2017» (Appendix # 4).
5. The report «On the implementation of the Action Plan for increasing the efficiency of operations and improving the financial and economic status of IDGC of Centre - Tverenergo division in 1H 2017» (Appendix # 5).
  6. The report «On the implementation of the target indicators established by the Scenario Conditions in 1H 2017» (Appendix # 6).
  7. The report «On execution of the Company's Investment Program in 2Q and 1H 2017» (Appendix # 7).

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

**Y.N. Mangarov**

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

**S.V. Lapinskaya**