



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)

«24» November 2017

Moscow

No. 25/17

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, D.A. Spirin, R.A. Filkin, O.V. Shatokhina, A.V. Shevchuk.**

Members who did not provide questionnaires: **P.N. Snikkars.**

The quorum is **present.**

Date of the minutes: **27.11.2017.**

### AGENDA:

**1.** On the recommendation to General Director of the Company on the conclusion of an agreement on debt restructuring.

**Item 1: On the recommendation to General Director of the Company on the conclusion of an agreement on debt restructuring.**

#### Decision:

To recommend to General Director of the Company to conclude an agreement on the debt restructuring under Agreement on Electricity (Electricity Losses) Purchase and Sale and Provision of Electricity Transmission Services dated 09.12.2011 № 7-40, concluded between IDGC of Centre, PJSC and TNS energo Yaroslavl PJSC, on the following essential conditions:

#### Parties to the Agreement:

IDGC of Centre, PJSC (Creditor)

TNS energo Yaroslavl PJSC (Debtor)

#### Subject, price and other material terms of the Agreement:

The subject, price and other material terms of the Agreement are in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

#### Duration of the Agreement:

The Agreement enters into force from the date of its signing by the Parties and is valid until the Debtor fully performs its obligations under the Agreement. The provisions of this agreement cover the legal relationship of the parties from 01.09.2017.

#### 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.  | Denis Alexandrovich Spirin     | - «AGAINST»   |
| 8.  | Roman Alexeyevich Filkin       | - «AGAINST»   |
| 9.  | Oxana Vladimirovna Shatokhina  | - «FOR»       |
| 10. | Alexander Viktorovich Shevchuk | - «ABSTAINED» |

**Total:**

«FOR»	- «6»
«AGAINST»	- «2»
«ABSTAINED»	- «2»

**Decision is taken.**

The following dissenting opinion on the item was received from a member of the Board of Directors of the Company, A.V. Shevchuk: The question is in the competence of the management, who has sufficient information to make the appropriate decision, including taking into account alternative options for resolving the situation.

In this regard, I cannot formulate a position on the appropriateness of this deal.

Appendix: the Agreement on the Debt Restructuring under Agreement on Electricity (Electricity Losses) Purchase and Sale and Provision of Electricity Transmission Services dated 09.12.2011 № 7-40 (Appendix # 1).

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

**Y.N. Mangarov**

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

**S.V. Lapinskaya**