

MINUTES  
of meeting of the Board of Directors of IDGC of Centre, PJSC  
(in the form of absent voting)

«30» October 2019

Moscow

No. 35/19

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

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

Participants of the voting: **A.V. Varvarin, A.V. Golovtsov, V.Y. Zarkhin, A.I. Kazakov, A.V. Logatkin, I.V. Makovskiy, A.I. Pavlov, L.A. Romanovskaya, D.A. Chevkin, A.V. Shevchuk.**

Members who did not provide questionnaires: **M.M. Saukh.**

The quorum **is present.**

Date of the minutes: **30.10.2019.**

**AGENDA:**

**1.** On preliminary approval of the decision to make a transaction by the Company for acceptance for temporary possession and use for a period of more than 5 years of real estate items whose purpose is not to transmit, distribute electric energy, the book or market value of which exceeds 30 million rubles.

**Item 1. On preliminary approval of the decision to make a transaction by the Company for acceptance for temporary possession and use for a period of more than 5 years of real estate items whose purpose is not to transmit, distribute electric energy, the book or market value of which exceeds 30 million rubles.**

**Decision:**

1. To approve the conclusion by IDGC of Centre, PJSC of a transaction for the temporary possession and use of non-residential premises for a period of more than 5 years, the purpose of which is not to transmit, distribute electric energy, the book or market value of which exceeds 30 million rubles, on the essential conditions set forth in Appendix # 1 to this decision of the Board of Directors of the Company.

2. To instruct General Director of IDGC of Centre, PJSC, prior to making the redemption payment provided for by the leasing agreement, but no later than three months before the expiration of the period of ownership and use of the leased asset in accordance with the terms of the leasing agreement, to consider the feasibility of exercising the right to redeem the building by concluding a separate agreement of purchase and sale of real estate and, if it is in the interests of the Company, raise the issue of preliminary approval of the transaction to conclude the purchase and sale agreement for consideration by the Board of Directors of IDGC of Centre, PJSC in compliance with established corporate procedures and applicable law.

**Voting results:**

- |           |                                 |             |
|-----------|---------------------------------|-------------|
| <b>1.</b> | Alexander Viktorovich Varvarin  | - «FOR»     |
| <b>2.</b> | Alexander Viktorovich Golovtsov | - «AGAINST» |
| <b>3.</b> | Vitaly Yuryevich Zarkhin        | - «AGAINST» |
| <b>4.</b> | Alexander Ivanovich Kazakov     | - «FOR»     |
| <b>5.</b> | Andrey Vyacheslavovich Logatkin | - «FOR»     |
| <b>6.</b> | Igor Vladimirovich Makovskiy    | - «FOR»     |

- |     |                                 |             |
|-----|---------------------------------|-------------|
| 7.  | Alexey Igorevich Pavlov         | - «FOR»     |
| 8.  | Larisa Anatolievna Romanovskaya | - «FOR»     |
| 9.  | Dmitry Alexandrovich Chevkin    | - «FOR»     |
| 10. | Alexander Viktorovich Shevchuk  | - «AGAINST» |

**Total:**

«FOR»	- «7»
«AGAINST»	- «3»
«ABSTAINED»	- «0»

**Decision is taken.**

Dissenting opinions were received on this item from members of the Board of Directors of the Company, A.V. Golovtsov and V.Y. Zarkhin (Appendices ## 2-3).

**Appendices:**

1. The essential conditions of the transaction for the temporary possession and use of non-residential premises for a period of more than 5 years, the purpose of which is not to transmit, distribute electric energy, the book or market value of which exceeds 30 million rubles (Appendix # 1).
2. The dissenting opinions on the agenda item of the Board of Directors of the Company from the members of the Board of Directors of the Company, A.V. Golovtsov and V.Y. Zarkhin (Appendices ## 2-3).

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

**A.I. Kazakov**

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

**S.V. Lapinskaya**