

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

«28» April 2021

Moscow

No. 15/21

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

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

Participants of the voting: **A.V. Golovtsov, V.Y. Zarkhin, A.I. Kazakov, D.V. Krainskiy, A.V. Mayorov, I.V. Makovskiy, K.A. Mikhailik, A.I. Pavlov, V.V. Rozhkov, L.A. Romanovskaya, A.V. Shevchuk.**

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

The quorum is **present.**

Date of the minutes: **28.04.2021.**

AGENDA:

- 1.** On consideration of the report of General Director of the Company on the credit policy of the Company following the results of 2020, including the work carried out to reduce the cost of servicing the loan portfolio in 4Q 2020 and transactions made in 4Q 2020 and the status of servicing loans issued by IDGC of Centre, PJSC.
- 2.** On approval of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of IDGC of Centre for 2021 and forecast indicators for 2022-2025.
- 3.** On consideration of the report of General Director and the Management Board of the Company on the organization and functioning of the internal control system and the risk management system in 2020, including the information on implementation of the action plan to maintain the effectiveness and development of the internal control system and the action plan to develop and improve the risk management system providing an increase in the maturity level of the internal control system and the risk management system.
- 4.** On consideration of the internal audit report on the effectiveness of the internal control system and the risk management system of the Company in 2020.
- 5.** On determination of the position of IDGC of Centre, PJSC regarding voting of representatives IDGC of Centre, PJSC in the Board of Directors of JSC “Sanatorium “Energetik” on the issue of the agenda of the meeting of the Board of Directors of JSC “Sanatorium “Energetik”-«On the election of General Director of the Company for a new term».

Item 1. On consideration of the report of General Director of the Company on the credit policy of the Company following the results of 2020, including the work carried out to reduce the cost of servicing the loan portfolio in 4Q 2020 and transactions made in 4Q 2020 and the status of servicing loans issued by IDGC of Centre, PJSC.

Decision:

1. To take into consideration the report of General Director of the Company on the credit policy of the Company following the results of 2020 in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.
2. To set for 2021 the limit of debt on loans and borrowings of IDGC of Centre, PJSC in the amount of RUB 48,662 million.

3. General Director of the Company shall ensure that, as of 31 December 2021, the amount of debt on loans and borrowings, established by the approved Business Plan of IDGC of Centre, PJSC, is not exceeded.

4. To take into consideration the report of General Director of the Company on the ongoing work in the 4th quarter of 2020 to reduce the cost of servicing the loan portfolio in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

5. To take into consideration the report of General Director of the Company on the transactions made and the status of servicing loans issued by IDGC of Centre, PJSC in the 4th quarter of 2020 in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|---------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2. Vitaly Yuryevich Zarkhin | - «FOR» |
| 3. Alexander Ivanovich Kazakov | - «FOR» |
| 4. Daniil Vladimirovich Krainskiy | - «FOR» |
| 5. Andrey Vladimirovich Mayorov | - «FOR» |
| 6. Igor Vladimirovich Makovskiy | - «FOR» |
| 7. Konstantin Alexandrovich Mikhailik | - «FOR» |
| 8. Alexey Igorevich Pavlov | - «FOR» |
| 9. Vasilii Vladimirovich Rozhkov | - «FOR» |
| 10. Larisa Anatolievna Romanovskaya | - «FOR» |
| 11. Alexander Viktorovich Shevchuk | - «ABSTAINED» |

Total:

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

Decision is taken.

Item 2. On approval of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of IDGC of Centre for 2021 and forecast indicators for 2022-2025.

Decision:

To approve the summary on the RAS principles and consolidated on the IFRS principles Business Plan of the Group of IDGC of Centre for 2021 and take into consideration the forecast indicators for 2022-2025 in accordance with Appendices ## 4-5 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|---------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 3. Alexander Ivanovich Kazakov | - «FOR» |
| 4. Daniil Vladimirovich Krainskiy | - «FOR» |
| 5. Andrey Vladimirovich Mayorov | - «FOR» |
| 6. Igor Vladimirovich Makovskiy | - «FOR» |
| 7. Konstantin Alexandrovich Mikhailik | - «FOR» |
| 8. Alexey Igorevich Pavlov | - «FOR» |
| 9. Vasilii Vladimirovich Rozhkov | - «FOR» |
| 10. Larisa Anatolievna Romanovskaya | - «FOR» |
| 11. Alexander Viktorovich Shevchuk | - «ABSTAINED» |

Total:

«FOR»	- «8»
«AGAINST»	- «0»

Decision is taken.

Item 3. On consideration of the report of General Director and the Management Board of the Company on the organization and functioning of the internal control system and the risk management system in 2020, including the information on implementation of the action plan to maintain the effectiveness and development of the internal control system and the action plan to develop and improve the risk management system providing an increase in the maturity level of the internal control system and the risk management system.

Decision:

To take into consideration the report of General Director and the Management Board of the Company on the organization and functioning of the internal control system and the risk management system in 2020, including the information on implementation of the action plan to maintain the effectiveness and development of the internal control system and the action plan to develop and improve the risk management system providing an increase in the maturity level of the internal control system and the risk management system, in accordance with Appendices ## 6-7 to this decision of the Board of Directors of the Company

Voting results:

- | | | |
|-----|------------------------------------|---------------|
| 1. | Alexander Viktorovich Golovtsov | - «FOR» |
| 2. | Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 3. | Alexander Ivanovich Kazakov | - «FOR» |
| 4. | Daniil Vladimirovich Krainskiy | - «FOR» |
| 5. | Andrey Vladimirovich Mayorov | - «FOR» |
| 6. | Igor Vladimirovich Makovskiy | - «FOR» |
| 7. | Konstantin Alexandrovich Mikhailik | - «FOR» |
| 8. | Alexey Igorevich Pavlov | - «FOR» |
| 9. | Vasiliy Vladimirovich Rozhkov | - «FOR» |
| 10. | Larisa Anatolievna Romanovskaya | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

Decision is taken.

Item 4. On consideration of the internal audit report on the effectiveness of the internal control system and the risk management system of the Company in 2020:

Decision:

- To take into consideration the report of the internal auditor of the Company on the assessment of the effectiveness of the internal control system and the risk management system of the Company based on the results of 2020 and the conclusion of the internal audit of IDGC of Centre, PJSC based on the results of assessing the reliability and efficiency of the internal control system and the risk management system, corporate governance of the Company in accordance with Appendices ## 8-9 to this decision of the Board of Directors of the Company
- To recommend that General Director of the Company include the conclusion of the internal audit of IDGC of Centre, PJSC based on the results of assessing the reliability and efficiency of the internal control system and the risk management system, corporate governance of the Company in the list of materials provided to persons entitled to participate in the Annual General Meeting of Shareholders of the Company.

Voting results:

1. Alexander Viktorovich Golovtsov - «FOR»
2. Vitaly Yuryevich Zarkhin - «ABSTAINED»
3. Alexander Ivanovich Kazakov - «FOR»
4. Daniil Vladimirovich Krainskiy - «FOR»
5. Andrey Vladimirovich Mayorov - «FOR»
6. Igor Vladimirovich Makovskiy - «FOR»
7. Konstantin Alexandrovich Mikhailik - «FOR»
8. Alexey Igorevich Pavlov - «FOR»
9. Vasiliy Vladimirovich Rozhkov - «FOR»
10. Larisa Anatolievna Romanovskaya - «FOR»
11. Alexander Viktorovich Shevchuk - «FOR»

Total:

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

Decision is taken.

Item 5. On determination of the position of IDGC of Centre, PJSC regarding voting of representatives IDGC of Centre, PJSC in the Board of Directors of JSC “Sanatorium “Energetik” on the issue of the agenda of the meeting of the Board of Directors of JSC “Sanatorium “Energetik”-«On the election of General Director of the Company for a new term».

Decision:

To instruct representatives of IDGC of Centre, PJSC in the Board of Directors of JSC “Sanatorium “Energetik” on the issue of the agenda of the meeting of the Board of Directors of JSC “Sanatorium “Energetik” «On the election of General Director of the Company for a new term» to vote «FOR» taking the following decision:

«To elect Alla Vyacheslavovna Zaychenko as General Director of JSC “Sanatorium “Energetik” for a new term until 30 April 2022 inclusive».

Voting results:

1. Alexander Viktorovich Golovtsov - «FOR»
2. Vitaly Yuryevich Zarkhin - «ABSTAINED»
3. Alexander Ivanovich Kazakov - «FOR»
4. Daniil Vladimirovich Krainskiy - «FOR»
5. Andrey Vladimirovich Mayorov - «FOR»
6. Igor Vladimirovich Makovskiy - «FOR»
7. Konstantin Alexandrovich Mikhailik - «FOR»
8. Alexey Igorevich Pavlov - «FOR»
9. Vasiliy Vladimirovich Rozhkov - «FOR»
10. Larisa Anatolievna Romanovskaya - «FOR»
11. Alexander Viktorovich Shevchuk - «FOR»

Total:

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

Decision is taken.

Appendices:

1. The report of General Director of the Company on the credit policy of the Company following the results of 2020 (Appendix # 1).
2. The report of General Director of the Company on the ongoing work in the 4th quarter of 2020 to reduce

the cost of servicing the loan portfolio (Appendix # 2).

3. The report of General Director of the Company on the transactions made and the status of servicing loans issued by IDGC of Centre, PJSC in the 4th quarter of 2020 (Appendix # 3).

4. The summary on the RAS principles and consolidated on the IFRS principles Business Plan of the Group of IDGC of Centre for 2021 and the forecast indicators for 2022-2025 (Appendices ## 4-5).

5. The report of General Director and the Management Board of the Company on the organization and functioning of the internal control system and the risk management system in 2020, including the information on implementation of the action plan to maintain the effectiveness and development of the internal control system and the action plan to develop and improve the risk management system providing an increase in the maturity level of the internal control system and the risk management system (Appendices ## 6-7).

6. The report of the internal auditor of the Company on the assessment of the effectiveness of the internal control system and the risk management system of the Company based on the results of 2020 and the conclusion of the internal audit of IDGC of Centre, PJSC based on the results of assessing the reliability and efficiency of the internal control system and the risk management system, corporate governance of the Company (Appendices ## 8-9).

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

A.V. Mayorov

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

S.V. Lapinskaya