

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

«30» December 2020

Moscow

No. 65/20

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: **30.12.2020.**

AGENDA:

1. On approval of target values of key performance indicators (KPIs) of General Director of IDGC of Centre, PJSC for 2021.
2. On approval of nomination of the Insurer of IDGC of Centre, PJSC.
3. On the prior approval of a transaction, related to purchase of property, which constitutes the fixed assets that are not used for generation, transmission, dispatch, distribution of electrical and heat energy.
4. On the prior approval of a transaction, related to purchase of property, which constitutes the fixed assets that are not used for generation, transmission, dispatch, distribution of electrical and heat energy.

Item 1. On approval of target values of key performance indicators (KPIs) of General Director of IDGC of Centre, PJSC for 2021.

Decision:

To approve the target values of the key performance indicators of General Director of IDGC of Centre, PJSC for 2021 in accordance with Appendix # 1 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»
«ABSTAINED»	- «3»

Decision is taken.

A dissenting opinion was received on this item from a member of the Board of Directors of the Company, A.V. Shevchuk (Appendix # 3).

Item 2. On approval of nomination of the Insurer of IDGC of Centre, PJSC.**Decision:**

To approve the following nomination as the Insurer of IDGC of Centre, PJSC:

Type of insurance	Insurance company	Period of insurance (period of issue of certificates of insurance)
Property insurance of legal entities "against all risks"	Collective participant leader: SOGAZ Collective participant member: AlfaStrakhovanie	01.01.2021-31.12.2023

Voting results:

- | | |
|---------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «FOR» |
| 2. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 3. Alexander Ivanovich Kazakov | - «FOR» |
| 4. Daniil Vladimirovich Krainkiy | - «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 | - «ABSTAINED» |

Total:

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

Decision is taken.**Item 3. On the prior approval of a transaction, related to purchase of property, which constitutes the fixed assets that are not used for generation, transmission, dispatch, distribution of electrical and heat energy.****Decision:**

To approve the completion of the transaction by IDGC of Centre, PJSC, related to purchase of property, which constitutes the fixed assets that are not used for generation, transmission, dispatch, distribution of electrical and heat energy, located at the address: Ivanovo region, city of Ivanovo, Zhidelev street, building 1, on the following essential conditions:

Parties to the transaction:

Seller: Sewing House Nova LLC;

Buyer: IDGC of Centre, PJSC;

Pledgee: TDL Holding LLC.

Composition of the acquired property:

- non-residential premises with a total area of 1388,6 sq. m., cadastral number 37:24:020101:1124, located at the address: Ivanovo region, city of Ivanovo, Zhidelev street, building 1, letter A50-60, room 2, attic storey 49, 50 (hereinafter - the Premises);

- 992/10000 shares in the right of shared ownership of a land plot with cadastral number 37:24:020101:164, with a total area of 6391 sq. m., land category: land of settlements, permitted use: for production, located at the address: Ivanovo region, city of Ivanovo, Zhidelev street, building 1 (hereinafter - the Land plot shares),

when jointly referred to – «the Real estate».

With the transfer of the right to the Real Estate, the responsibilities for the use of an immovable monument of history and culture, established in the protection obligation dated 13 January 2009 №37/09-009.

Purchase cost:

Not more than 34 992 720,00 (Thirty-four million nine hundred ninety-two thousand seven hundred and twenty) rubles 00 kopecks (VAT is not charged due to the application of the simplified taxation system by the Seller).

Purchase method:

Conclusion of an agreement for sale and purchase of real estate.

Encumbrances:

The immovable property is encumbered with a pledge on the basis of the pledge agreement for immovable property (mortgage agreement) dated 22 July 2014 in the edition of amendments dated 22 July 2014 and 7 April 2016 (hereinafter – the Pledge Agreement), by the agreement on the subsequent pledge of immovable property (subsequent mortgage) dated 23 October 2018 in the edition of amendments dated 21 May 2019 and 26 July 2019, concluded between the Seller and the Pledgee.

The Pledge Agreement was concluded to secure the fulfillment by the Seller of obligations under loan agreement dated 22 July 2014 № 10-03/KC-1/a, concluded between the Seller and the Pledgee, the debt transfer agreement dated 22 October 2018, concluded between the Initial debtor – NovaNova Estate LLC (TIN 3702660211), the Seller as the New Debtor and the Pledgee as the Lender under loan agreement dated 8 June 2012 № 005-02/KC-1.

The Premises are encumbered with the lease agreement concluded between the Seller and the Buyer, for a period until 6 August 2024 (the state registration number of restrictions on rights and encumbrances 37:24:020101:1124-37/073/2019-5 dated 15 August 2019).

The Premises are encumbered with a security obligation on the use of an immovable monument of history and culture dated 13 January 2009 №37/09-009.

Property transfer procedure:

The ownership of the property is transferred in the manner established by the legislation of the Russian Federation after taking all necessary actions aimed at making an entry on the termination of pledge records 37:24:020101:164-37/073/2019-3; 37-37-01/173/2014-407; 37:24:020101:1124-37/073/2019-4; 37:24:020101:1124-37/073/2019-2.

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»
«ABSTAINED»	- «3»

Decision is taken.

Item 4. On the prior approval of a transaction, related to purchase of property, which constitutes the fixed assets that are not used for generation, transmission, dispatch, distribution of electrical and heat energy.

Decision:

To approve the completion of the transaction by IDGC of Centre, PJSC, related to purchase of property, which constitutes the fixed assets that are not used for generation, transmission, dispatch, distribution of electrical and heat energy, located at the address: Belgorod region, city of Belgorod, 1st Pervomaisky lane, 1-a, on the following essential conditions:

Parties to the transaction:

Seller: Geometry LLC;

Buyer: IDGC of Centre, PJSC.

Composition of the acquired property:

- real estate located at the address: Belgorod region, city of Belgorod, 1st Pervomaisky lane, 1-a, in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

Purchase cost:

34 000 000,00 (Thirty four million) rubles 00 kopecks excluding VAT.

Purchase method:

Conclusion of an agreement for sale and purchase of real estate.

Property transfer procedure:

The ownership of the property is transferred in the manner established by the legislation of the Russian Federation.

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 | - «ABSTAINED» |

Total:

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

Decision is taken.**Appendices:**

1. The target values of the key performance indicators (KPIs) of General Director of IDGC of Centre, PJSC for 2021 (Appendix # 1).
2. The list of the real estate located at the address: Belgorod region, city of Belgorod, 1st Pervomaisky lane, 1-a, (Appendix # 2).
3. The dissenting opinion from the member of the Board of Directors of the Company, A.V. Shevchuk, regarding item # 1 of the agenda of the Board of Directors of the Company (Appendix # 3).

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

A.V. Mayorov

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

S.V. Lapinskaya