

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

«29» September 2020

Moscow

No. 44/20

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: **29.09.2020.**

**AGENDA:**

1. On consideration of the finalized draft Investment Program of IDGC of Centre, PJSC for 2021-2025 and draft amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2024, approved by Order of the Ministry of Energy of Russia of 14.12.2015 № 951 (in the edition of Order of the Ministry of Energy of Russia of 26.12.2019 № 35@).
2. On approval of the list of priority anti-crisis measures in the current economic situation.
3. On the budget approval of the Committees of the Board of Directors of the Company for 2H 2020.

**Item 1. On consideration of the finalized draft Investment Program of IDGC of Centre, PJSC for 2021-2025 and draft amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2024, approved by Order of the Ministry of Energy of Russia of 14.12.2015 № 951 (in the edition of Order of the Ministry of Energy of Russia of 26.12.2019 № 35@).**

**Decision:**

To approve the finalized draft Investment Program of IDGC of Centre, PJSC for 2021-2025 and draft amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2024, approved by Order of the Ministry of Energy of Russia of 14.12.2015 № 951 (in the edition of Order of the Ministry of Energy of Russia of 26.12.2019 № 35@), in accordance with Appendix # 1 to this decision of the Board of Directors.

**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 2. On approval of the list of priority anti-crisis measures in the current economic situation.**

**Decision:**

1. To approve the list of priority anti-crisis measures in the current economic situation in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

2. To approve the indicators for 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 - «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»       | - «9» |
| «AGAINST»   | - «0» |
| «ABSTAINED» | - «2» |

**Decision is taken.**

A dissenting opinion was received on this item from a member of the Board of Directors of the Company, A.V. Golovtsov (Appendix # 9).

**Item 3. On the budget approval of the Committees of the Board of Directors of the Company for 2H 2020.**

**Decision:**

1. To approve the budget of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2020 in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

2. To approve the budget of the Personnel and Remuneration Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2020 in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

3. To approve the budget of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2020 in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

4. To approve the budget of the Reliability Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2020 in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

5. To approve the budget of the Grid Connection Committee under the Board of Directors of IDGC of Centre, PJSC for 2H 2020 in accordance with Appendix # 8 to this decision of the

Board of Directors of the Company.

**Voting results:**

1. Alexander Viktorovich Golovtsov - «FOR»
2. Vitaly Yuryevich Zarkhin - «FOR»
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 - «FOR»

**Total:**

|             |        |
|-------------|--------|
| «FOR»       | - «11» |
| «AGAINST»   | - «0»  |
| «ABSTAINED» | - «0»  |

**Decision is taken.**

**Appendices:**

1. The draft Investment Program of IDGC of Centre, PJSC for 2021-2025 and draft amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2024, approved by Order of the Ministry of Energy of Russia of 14.12.2015 № 951 (in the edition of Order of the Ministry of Energy of Russia of 26.12.2019 № 35@) (Appendix # 1).
2. The list of priority anti-crisis measures in the current economic situation (Appendix # 2).
3. The indicators of IDGC of Centre, PJSC for 2020 (Appendix # 3).
4. The budget of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2020 (Appendix # 4).
5. The budget of the Personnel and Remuneration Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2020 (Appendix # 5).
6. The budget of the Strategy Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2020 (Appendix # 6).
7. The budget of the Reliability Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2020 (Appendix # 7).
8. The budget of the Grid Connection Committee under the Board of Directors of IDGC of Centre, PJSC for 2H 2020 (Appendix # 8).
9. The dissenting opinion of the member of the Board of Directors of the Company, A.V. Golovtsov, regarding item # 2 of the agenda of the Board of Directors of the Company (Appendix # 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**