



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

«22» November 2018

Moscow

No. 37/18

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

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

Participants of the voting: **D.B. Akopyan, A.V. Varvarin, O.Y. Isaev, A.I. Kazakov, A.I. Pavlov, A.V. Rakov, L.A. Romanovskaya, M.M. Saukh, D.A. Spirin, R.A. Filkin, A.V. Shevchuk.**

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

The quorum **is present.**

Date of the minutes: **22.11.2018.**

**AGENDA:**

1. On evaluation of the performance of the Board of Directors of IDGC of Centre, PJSC.
2. On determination of the position of IDGC of Centre, PJSC regarding the agenda item of a meeting of the Board of Directors of JSC “Sanatorium “Energetik”: «On approval of the report on execution of key performance indicators of General Director of the Company in 2Q 2018».
3. On the composition of the Strategy and Development Committee of the Board of Directors of IDGC of Centre, PJSC.

**Item 1. On evaluation of the performance of the Board of Directors of IDGC of Centre, PJSC.**

**Decision:**

1. To approve the Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC (hereinafter referred to as the Methodology) in accordance with Appendix № 1 to this decision of the Board of Directors of the Company.
2. To carry out the procedure of self-assessment of the performance of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC in the 2018-2019 corporate year using the approved Methodology.

**Voting results:**

1. Dmitry Borisovich Akopyan - «FOR»
2. Alexander Viktorovich Varvarin - «FOR»
3. Alexander Ivanovich Kazakov - «FOR»
4. Oleg Yuryevich Isaev - «FOR»
5. Alexey Igorevich Pavlov - «FOR»
6. Alexey Viktorovich Rakov - «FOR»
7. Larisa Anatolievna Romanovskaya - «FOR»
8. Maxim Mikhailovich Saukh - «FOR»
9. Denis Alexandrovich Spirin - «ABSTAINED»
10. Roman Alexeyevich Filkin - «ABSTAINED»

11. Alexander Viktorovich Shevchuk - «AGAINST»

**Total:**

«FOR»	- «8»
«AGAINST»	- «1»
«ABSTAINED»	- «2»

**Decision is taken.**

A dissenting opinion on the given item was received from a member of the Board of Directors of the Company, A.V. Shevchuk (Appendix # 2).

**Item 2. On determination of the position of IDGC of Centre, PJSC regarding the agenda item of a meeting of the Board of Directors of JSC “Sanatorium “Energetik”:**  
**«On approval of the report on execution of key performance indicators of General Director of the Company in 2Q 2018».**

**Decision:**

To instruct representatives of IDGC of Centre, PJSC at a meeting of the Board of Directors of JSC “Sanatorium “Energetik” regarding the item «On approval of the report on execution of key performance indicators of General Director of the Company in 2Q 2018» to vote «FOR» taking the following decision:

*«To approve the Report «On approval of the report on execution of key performance indicators of General Director of the Company in 2Q 2018» in accordance with the Appendix to this decision of the Board of Directors of the Company».*

**Voting results:**

1. Dmitry Borisovich Akopyan - «FOR»
2. Alexander Viktorovich Varvarin - «FOR»
3. Alexander Ivanovich Kazakov - «FOR»
4. Oleg Yuryevich Isaev - «FOR»
5. Alexey Igorevich Pavlov - «FOR»
6. Alexey Viktorovich Rakov - «FOR»
7. Larisa Anatolievna Romanovskaya - «FOR»
8. Maxim Mikhailovich Saukh - «FOR»
9. Denis Alexandrovich Spirin - «ABSTAINED»
10. Roman Alexeyevich Filkin - «ABSTAINED»
11. Alexander Viktorovich Shevchuk - «FOR»

**Total:**

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

**Decision is taken.**

**Item 3. On the composition of the Strategy and Development Committee of the Board of Directors of IDGC of Centre, PJSC.**

**Decision:**

1. To early terminate the powers of the member of the Strategy and Development Committee of the Board of Directors of the Company Dmitry Borisovich Akopyan.
2. To elect Valery Vasilyevich Kataev - Chief Expert of Consolidated Planning and Reporting Office of Investment Activity Department of PJSC «Rosseti» as a member of the Strategy and Development Committee of the Board of Directors of the Company.

**Voting results:**

1. Dmitry Borisovich Akopyan - «FOR»
2. Alexander Viktorovich Varvarin - «FOR»
3. Alexander Ivanovich Kazakov - «FOR»

- 4. Oleg Yuryevich Isaev - «FOR»
- 5. Alexey Igorevich Pavlov - «FOR»
- 6. Alexey Viktorovich Rakov - «FOR»
- 7. Larisa Anatolievna Romanovskaya - «FOR»
- 8. Maxim Mikhailovich Saukh - «FOR»
- 9. Denis Alexandrovich Spirin - «FOR»
- 10. Roman Alexeyevich Filkin - «FOR»
- 11. Alexander Viktorovich Shevchuk - «FOR»

**Total:**

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

**Decision is taken.**

**Appendices:**

1. The Methodology for evaluating the work of the Board of Directors and Committees of the Board of Directors of IDGC of Centre, PJSC (Appendix # 1).
2. The dissenting opinion of 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 # 2).

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

**A.I. Kazakov**

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

**S.V. Lapinskaya**