



IDGC OF CENTRE

“INTERREGIONAL DISTRIBUTION GRID COMPANY OF CENTRE”, PUBLIC JOINT-STOCK COMPANY

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MINUTES

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

«14» July 2015

Moscow

No. 14/15

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

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

Participants of the voting: **A.M. Branis, T.P. Dronova, O.Y. Isaev, D.A. Malkov, Y.N. Mangarov, Y.N. Pankstyanov, M.M. Saukh, A.N. Kharin, R.A. Filkin, A.V. Shevchuk, N.I. Erpsher.**

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

The quorum is **present.**

Absence of objections concerning the materials and draft resolutions from V.G. Korolev, the observer of the Federal Antimonopoly Service of the Russian Federation, was taken into account at drawing up of the minutes.

Date of the minutes: **14.07.2015.**

AGENDA:

1. Election of Chairperson of the Board of Directors of the Company.
2. Election of Deputy Chairperson of the Board of Directors of the Company.
3. Election of Corporate Secretary of the Company.

Item 1. Election of Chairperson of the Board of Directors of the Company.

Decision:

To elect Yury Nikolayevich Mangarov, Top Adviser of PJSC Rosseti, as Chairperson of the Board of Directors of the Company.

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Markovich Branis | - «ABSTAINED» |
| 2. Tatiana Petrovna Dronova | - «FOR» |
| 3. Oleg Yuryevich Isaev | - «FOR» |
| 4. Denis Alexandrovich Malkov | - «FOR» |
| 5. Yury Nikolayevich Mangarov | - «FOR» |
| 6. Yury Nikolayevich Pankstyanov | - «FOR» |
| 7. Maxim Mikhailovich Saukh | - «FOR» |
| 8. Andrey Nikolayevich Kharin | - «FOR» |
| 9. Maxim Mikhailovich Saukh | - «ABSTAINED» |
| 10. Alexander Viktorovich Shevchuk | - «FOR» |
| 11. Natalia Ilyinichna Erpsher | - «FOR» |

Total:

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

Decision is taken.

Item 2. Election of Deputy Chairperson of the Board of Directors of the Company.

Decision:

To elect Yury Nikolayevich Pankstyanov, Director of Tariff Policy Department of PJSC Rosseti, as Deputy Chairperson of the Board of Directors of the Company.

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Markovich Branis | - «ABSTAINED» |
| 2. Tatiana Petrovna Dronova | - «FOR» |
| 3. Oleg Yuryevich Isaev | - «FOR» |
| 4. Denis Alexandrovich Malkov | - «FOR» |
| 5. Yury Nikolayevich Mangarov | - «FOR» |
| 6. Yury Nikolayevich Pankstyanov | - «FOR» |
| 7. Maxim Mikhailovich Saukh | - «FOR» |
| 8. Andrey Nikolayevich Kharin | - «FOR» |
| 9. Maxim Mikhailovich Saukh | - «ABSTAINED» |
| 10. Alexander Viktorovich Shevchuk | - «FOR» |
| 11. Natalia Ilyinichna Erpsher | - «FOR» |

Total:

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

Decision is taken.

Item 3. Election of Corporate Secretary of the Company.

Decision:

1. To elect Svetlana Vladimirovna Lapinskaya - Head of Corporate Events Office of Corporate Governance and Shareholder Relations Department of the Company as Corporate Secretary of the Company.

2. To authorize General Director of IDGC of Centre, Oleg Yuryevich Isaev, to define the terms and conditions and to sign on behalf of the Company an agreement with the person elected to the position of Corporate Secretary.

Voting results:

- | | |
|------------------------------------|---------|
| 1. Alexander Markovich Branis | - «FOR» |
| 2. Tatiana Petrovna Dronova | - «FOR» |
| 3. Oleg Yuryevich Isaev | - «FOR» |
| 4. Denis Alexandrovich Malkov | - «FOR» |
| 5. Yury Nikolayevich Mangarov | - «FOR» |
| 6. Yury Nikolayevich Pankstyanov | - «FOR» |
| 7. Maxim Mikhailovich Saukh | - «FOR» |
| 8. Andrey Nikolayevich Kharin | - «FOR» |
| 9. Maxim Mikhailovich Saukh | - «FOR» |
| 10. Alexander Viktorovich Shevchuk | - «FOR» |
| 11. Natalia Ilyinichna Erpsher | - «FOR» |

Total:

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

Decision is taken.

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

Y.N. Mangarov

Corporate Secretary

