



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)

«22» February 2017

Moscow

No. 03/17

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

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

Participants of the voting: **O.Y. Isaev, D.A. Malkov, Y.N. Mangarov, I.B. Masaleva, M.M. Saukh, D.A. Spirin, R.A. Filkin, O.V. Shatokhina, A.V. Shevchuk, N.I. Erpsher.**

Members who did not provide questionnaires: **A.E. Bogashov.**

The quorum is **present.**

Date of the minutes: **22.02.2017.**

**AGENDA:**

1. On approval of the Schedule of activities of IDGC of Centre, PJSC to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.01.2017.
2. On consideration of the report of General Director of the Company «On provision of insurance coverage in 4Q 2016».
3. On amending an internal document of the Company - the Internal Audit Policy of IDGC of Centre, PJSC.
4. On approval of an internal document of the Company - the Guide on implementation of the unified communication policy of IDGC of Centre, PJSC in a new edition.
5. On consideration of a draft of amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2020, approved by Order of the Ministry of Energy of Russia dated 22.12.2016 № 1386, with the extension of the planning period up to 2022.

**Item 1. On approval of the Schedule of activities of IDGC of Centre, PJSC to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.01.2017.**

**Decision:**

1. To approve the Schedule of activities of IDGC of Centre, PJSC to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.01.2017, in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.
2. To take into consideration the report of General Director of the Company «On execution of the Schedule of activities of IDGC of Centre, PJSC to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.10.2016, approved by the Company's Board of Directors on 28.11.2016 (Minutes # 32/16 of 29.11.2016), in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.
3. To take into consideration the report of General Director of the Company «On the work performed by IDGC of Centre, PJSC in the IV quarter of 2016 in relation to newly created

overdue accounts receivable for the services of electric power transmission» in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

4. To take into consideration the report of General Director of the Company «On repayment of the overdue accounts receivable in the IV quarter of 2016, established by 01.01.2016» in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

5. To instruct General Director of the Company:

5.1. To ensure repayment in 2017 of 1 652 mln RUB of overdue accounts receivable from the value established by 01.01.2017, including 743 mln RUB in the I quarter of 2017, 165 mln RUB in the II quarter of 2017, 269 mln RUB in the III quarter of 2017, 475 mln RUB in the IV quarter of 2017.

5.2. To ensure quarterly presentation within the given item of information on the execution of the instruction referred to in para. 5.1. of this decision.

**Voting results:**

- |     |                                |         |
|-----|--------------------------------|---------|
| 1.  | Oleg Yuryevich Isaev           | - «FOR» |
| 2.  | Denis Alexandrovich Malkov     | - «FOR» |
| 3.  | Yury Nikolayevich Mangarov     | - «FOR» |
| 4.  | Irina Borisovna Masaleva       | - «FOR» |
| 5.  | Maxim Mikhailovich Saukh       | - «FOR» |
| 6.  | Denis Alexandrovich Spirin     | - «FOR» |
| 7.  | Roman Alexeyevich Filkin       | - «FOR» |
| 8.  | Oxana Vladimirovna Shatokhina  | - «FOR» |
| 9.  | Alexander Viktorovich Shevchuk | - «FOR» |
| 10. | Natalia Ilyinichna Erpsher     | - «FOR» |

**Total:**

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

**Decision is taken.**

**Item 2. On consideration of the report of General Director of the Company «On provision of insurance coverage in 4Q 2016».**

**Decision:**

To take into consideration the report of General Director of the Company «On provision of insurance coverage in 4Q 2016» in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

**Voting results:**

- |     |                                |         |
|-----|--------------------------------|---------|
| 1.  | Oleg Yuryevich Isaev           | - «FOR» |
| 2.  | Denis Alexandrovich Malkov     | - «FOR» |
| 3.  | Yury Nikolayevich Mangarov     | - «FOR» |
| 4.  | Irina Borisovna Masaleva       | - «FOR» |
| 5.  | Maxim Mikhailovich Saukh       | - «FOR» |
| 6.  | Denis Alexandrovich Spirin     | - «FOR» |
| 7.  | Roman Alexeyevich Filkin       | - «FOR» |
| 8.  | Oxana Vladimirovna Shatokhina  | - «FOR» |
| 9.  | Alexander Viktorovich Shevchuk | - «FOR» |
| 10. | Natalia Ilyinichna Erpsher     | - «FOR» |

**Total:**

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

**Decision is taken.**

**Item 3. On amending an internal document of the Company - the Internal Audit Policy of IDGC of Centre, PJSC.**

**Decision:**

To approve the amendments to the Internal Audit Policy of IDGC of Centre, PJSC in accordance with Appendix # 6 to this decision of the Board of Directors.

**Voting results:**

- |     |                                |               |
|-----|--------------------------------|---------------|
| 1.  | Oleg Yuryevich Isaev           | - «FOR»       |
| 2.  | Denis Alexandrovich Malkov     | - «FOR»       |
| 3.  | Yury Nikolayevich Mangarov     | - «FOR»       |
| 4.  | Irina Borisovna Masaleva       | - «FOR»       |
| 5.  | Maxim Mikhailovich Saukh       | - «FOR»       |
| 6.  | Denis Alexandrovich Spirin     | - «ABSTAINED» |
| 7.  | Roman Alexeyevich Filkin       | - «ABSTAINED» |
| 8.  | Oxana Vladimirovna Shatokhina  | - «FOR»       |
| 9.  | Alexander Viktorovich Shevchuk | - «FOR»       |
| 10. | Natalia Ilyinichna Erpsher     | - «FOR»       |

**Total:**

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

**Decision is taken.**

**Item 4. On approval of an internal document of the Company - the Guide on implementation of the unified communication policy of IDGC of Centre, PJSC in a new edition.**

**Decision:**

To approve the internal document of the Company: the Guide on implementation of the unified communication policy of IDGC of Centre, PJSC in a new edition in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

**Voting results:**

- |     |                                |               |
|-----|--------------------------------|---------------|
| 1.  | Oleg Yuryevich Isaev           | - «FOR»       |
| 2.  | Denis Alexandrovich Malkov     | - «FOR»       |
| 3.  | Yury Nikolayevich Mangarov     | - «FOR»       |
| 4.  | Irina Borisovna Masaleva       | - «FOR»       |
| 5.  | Maxim Mikhailovich Saukh       | - «FOR»       |
| 6.  | Denis Alexandrovich Spirin     | - «ABSTAINED» |
| 7.  | Roman Alexeyevich Filkin       | - «ABSTAINED» |
| 8.  | Oxana Vladimirovna Shatokhina  | - «FOR»       |
| 9.  | Alexander Viktorovich Shevchuk | - «ABSTAINED» |
| 10. | Natalia Ilyinichna Erpsher     | - «FOR»       |

**Total:**

«FOR»	- «7»
«AGAINST»	- «0»
«ABSTAINED»	- «3»

**Decision is taken.**

**Item 5. On consideration of a draft of amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2020, approved by Order of the Ministry of Energy of Russia dated 22.12.2016 № 1386, with the extension of the planning period up to 2022.**

**Decision:**

1. To approve the draft of amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2020, approved by Order of the Ministry of Energy of Russia dated 22.12.2016 № 1386, with the extension of the planning period up to 2022, for the purposes of public discussion in accordance with paragraph 7 of the Rules of approval of investment programs of electric power industry entities, approved by Resolution of the Government of the Russian Federation dated 01.12.2009 № 977 «On investment programs of electric power industry entities», in accordance with Appendix # 8 to this decision of the Board of Directors.

2. To instruct General Director of the Company based on the results of the public discussion, as well as taking into account the observations set out in Appendix # 9 to this decision, to bring for consideration of the Board of Directors of the Company the draft of amendments to the Company's investment program for the period of 2016-2020, with the extension of the planning period up to 2022, with attachment of a summary of received in accordance with paragraph 8 of the Rules of approval of investment programs of electric power industry entities, approved by Resolution of the Government of the Russian Federation dated 01.12.2009 № 977 «On investment programs of electric power industry entities» proposals indicating for each of them a motivated position containing information on such a proposal taken into account in the draft of the investment program or its rejection.

Deadline: 31.03.2017.

**Voting results:**

- |     |                                |               |
|-----|--------------------------------|---------------|
| 1.  | Oleg Yuryevich Isaev           | - «FOR»       |
| 2.  | Denis Alexandrovich Malkov     | - «FOR»       |
| 3.  | Yury Nikolayevich Mangarov     | - «FOR»       |
| 4.  | Irina Borisovna Masaleva       | - «FOR»       |
| 5.  | Maxim Mikhailovich Saukh       | - «FOR»       |
| 6.  | Denis Alexandrovich Spirin     | - «ABSTAINED» |
| 7.  | Roman Alexeyevich Filkin       | - «ABSTAINED» |
| 8.  | Oxana Vladimirovna Shatokhina  | - «FOR»       |
| 9.  | Alexander Viktorovich Shevchuk | - «ABSTAINED» |
| 10. | Natalia Ilyinichna Erpsher     | - «FOR»       |

**Total:**

«FOR»	- «7»
«AGAINST»	- «0»
«ABSTAINED»	- «3»

**Decision is taken.****Appendices:**

1. The Schedule of activities of IDGC of Centre, PJSC to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.01.2017 (Appendix # 1).

2. The report of General Director of the Company «On execution of the Schedule of activities of IDGC of Centre, PJSC to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.10.2016, approved by the Company's Board of Directors on 28.11.2016 (Minutes # 32/16 of 29.11.2016) (Appendix # 2).

3. The report of General Director of the Company «On the work performed by IDGC of Centre, PJSC in the IV quarter of 2016 in relation to newly created overdue accounts receivable for the services of electric power transmission» (Appendix # 3).

4. The report of General Director of the Company «On repayment of the overdue accounts receivable in the IV quarter of 2016, established by 01.01.2016» (Appendix # 4).

5. The report of General Director of the Company «On provision of insurance coverage in 4Q 2016» (Appendix # 5).

6. The amendments to the Internal Audit Policy of IDGC of Centre, PJSC (Appendix # 6).

7. The Guide on implementation of the unified communication policy of IDGC of Centre, PJSC in a new edition (Appendix # 7).
8. The draft of amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2020, approved by Order of the Ministry of Energy of Russia dated 22.12.2016 № 1386, with the extension of the planning period up to 2022 (Appendix # 8).
9. The observations to the draft of amendments, entered into the Investment Program of IDGC of Centre, PJSC for 2016-2020, approved by Order of the Ministry of Energy of Russia dated 22.12.2016 № 1386, with the extension of the planning period up to 2022 (Appendix # 9).

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

**Y.N. Mangarov**

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

**S.V. Lapinskaya**