

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

«07» April 2021

Moscow

No. 11/21

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: **07.04.2021.**

**AGENDA:**

- 1.** On approval of the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity transmission services and settlement of disputes established by 01.01.2021.
- 2.** On approval of the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity supplied and settlement of disputes established by 01.01.2021.
- 3.** On approval of the Plan for maintaining the efficiency and development of the internal control system and the risk management system of IDGC of Centre, PJSC.
- 4.** On consideration of the report of General Director of the Company on execution of the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of IDGC of Centre, PJSC - Tverenergo in 2020.
- 5.** On consideration of the report of General Director of the Company on reduction in 4Q 2020 of the number of existing contracts with violated deadlines for the fulfillment of obligations.

**Item 1. On approval of the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity transmission services and settlement of disputes established by 01.01.2021.**

**Decision:**

1. To approve the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity transmission services and settlement of disputes established by 01.01.2021, 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 electricity transmission services and settlement of disputes established by 01.10.2020, approved by the decision of the Board of Directors of the Company on 29.12.2020 (Minutes # 64/20), 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 relation to newly created overdue accounts receivable for electricity transmission services in 4Q 2020 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 the repayment in 2020 of overdue accounts receivable, formed on 01.01.2020, in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

5. To note the fulfillment by the Company by the end of 2020 of the planned indicator of repayment of overdue accounts receivable from the amount that had developed as of 01.01.2020 (with the plan of RUB 2740,5 million, RUB 3175,3 million were actually repaid).

6. To instruct General Director of the Company:

6.1. To ensure repayment in 2021 of RUB 4670,4 million of overdue accounts receivable from the value that had developed as of 01.01.2021, including RUB 894,1 million in the 1st quarter of 2021, RUB 573,6 million in the 2nd quarter of 2021, RUB 646,4 million in the 3rd quarter of 2021, RUB 2556,3 million in the 4th quarter of 2021.

6.2. To provide quarterly submission, within the framework of this issue, of information on the progress of the execution of the instruction specified in para. 6.1. of this decision (on an accrual basis since the beginning of the year).

**Voting results:**

- |     |                                    |               |
|-----|------------------------------------|---------------|
| 1.  | Alexander Viktorovich Golovtsov    | - «ABSTAINED» |
| 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     | - «AGAINST»   |

**Total:**

«FOR»	- «8»
«AGAINST»	- «1»
«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 # 10).

**Item 2. On approval of the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity supplied and settlement of disputes established by 01.01.2021.**

**Decision:**

1. To approve the Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity supplied and settlement of disputes established by 01.01.2021, in accordance with Appendix # 5 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 electricity supplied and settlement of disputes established by 01.10.2020, approved by the decision of the Board of Directors of the Company on 29.12.2020 (Minutes # 64/20), in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

**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 - «AGAINST»

**Total:**

«FOR»	- «9»
«AGAINST»	- «1»
«ABSTAINED»	- «1»

**Decision is taken.**

**Item 3. On approval of the Plan for maintaining the efficiency and development of the internal control system and the risk management system of IDGC of Centre, PJSC.**

**Decision:**

1. To approve the Plan for maintaining the efficiency and development of the internal control system and the risk management system of IDGC of Centre, PJSC in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.
2. To recognize as invalid the decisions of the Board of Directors of IDGC of Centre, PJSC on item # 3 «On approval of the Action Plan to maintain the efficiency and development of the internal control system of IDGC of Centre, PJSC» (Minutes # 30/19 of 16.09.2019) and on item # 5 «On approval of the Plan for development and improvement of the risk management system of IDGC of Centre, PJSC» (Minutes # 48/19 of 30.12.2019) from the date of this decision.
3. To instruct General Director of IDGC of Centre, PJSC to ensure that the Board of Directors of IDGC of Centre, PJSC is informed annually about the implementation of the Plan for maintaining the efficiency and development of the internal control system and risk management system of IDGC of Centre, PJSC as part of reports of the executive bodies on the organization, operation and effectiveness of the internal control system and risk management system.

**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 - «ABSTAINED»

**Total:**

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «3»

**Decision is taken.**

**Item 4. On consideration of the report of General Director of the Company on execution of the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of IDGC of Centre, PJSC - Tverenergo in 2020.**

**Decision:**

To take into consideration the report of General Director of the Company on execution of the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of IDGC of Centre, PJSC - Tverenergo in 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           | - «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     | - «FOR»       |

**Total:**

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

**Decision is taken.**

**Item 5. On consideration of the report of General Director of the Company on reduction in 4Q 2020 of the number of existing contracts with violated deadlines for the fulfillment of obligations.**

**Decision:**

To take into consideration the report of General Director of the Company on reduction in 4Q 2020 of the number of existing contracts with violated deadlines for the fulfillment of obligations in accordance with Appendix # 9 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 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     | - «FOR» |

**Total:**

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

**Decision is taken.**

**Appendices:**

1. The Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity transmission services and settlement of disputes established by 01.01.2021 (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 electricity transmission services and settlement of disputes established by 01.10.2020, approved by the decision of the Board of Directors of the Company on 29.12.2020 (Minutes # 64/20) (Appendix # 2).
3. The report of General Director of the Company on the work performed by IDGC of Centre, PJSC in relation to newly created overdue accounts receivable for electricity transmission services in 4Q 2020 (Appendix # 3).
4. The report of General Director of the Company on the repayment in 2020 of overdue accounts receivable, formed on 01.01.2020 (Appendix # 4).
5. The Schedule of activities to reduce overdue accounts receivable of IDGC of Centre, PJSC for electricity supplied and settlement of disputes established by 01.01.2021 (Appendix # 5).

6. 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 electricity supplied and settlement of disputes established by 01.10.2020, approved by the decision of the Board of Directors of the Company on 29.12.2020 (Minutes # 64/20) (Appendix # 6).
7. The Plan for maintaining the efficiency and development of the internal control system and the risk management system of IDGC of Centre, PJSC (Appendix # 7).
8. The report of General Director of the Company on execution of the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of IDGC of Centre, PJSC - Tverenergo in 2020 (Appendix # 8).
9. The report of General Director of the Company on reduction in 4Q 2020 of the number of existing contracts with violated deadlines for the fulfillment of obligations (Appendix # 9).
10. The dissenting opinion on item # 1 of the agenda of the meeting of the Board of Directors of the Company from the member of the Board of Directors of the Company, A.V. Golovtsov (Appendix # 10).

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

**A.V. Mayorov**

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

**S.V. Lapinskaya**