**MINUTES**

**of the Meeting of the Board of Directors, Rosseti South PJSC**

Rostov-on-Don

10.07.2020 №385/2020

**Meeting format:** in absentia (by poll)

**Members of the Board of Directors who took part in absentee voting:** Grebtsov P.V., Guryanov D.L., Zarkhin V.Yu., Kapitonov V.A., Kolyada A.S., Korotkova M.V., Mikhailik K.A., Perets A.Yu., Romankov A.O., Selivanova L.V., Ebzeev B.B.

**The polling forms were not provided and did not take part in the voting:** none.

**A quorum is present.**

**Date of the minutes:** 10.07.2020.

**AGENDA**

*1. On approval of the report on the implementation of key performance indicators (KPI) of the General Director of Rosseti South PJSC for the 4th quarter of 2019.*

*2. On approval of the report on the implementation of key performance indicators (KPIs) of the General Director of Rosseti South PJSC for 2019.*

*3. On determining the position of Rosseti South PJSC (representatives of Rosseti South PJSC) on the agenda of the annual General Meeting of Shareholders of Recreation centre "Energetik" JSC On reducing the authorized capital of the Company by reducing the nominal value of shares.*

**Item No.1: On approval of the report on the implementation of key performance indicators (KPI) of the General Director of Rosseti South PJSC for the 4th quarter of 2019.**

**RESOLUTION:**

Approve the report on the implementation of key performance indicators (KPI) of the General Director of Rosseti South PJSC for the 4th quarter of 2019 in accordance with Annex No. 1 to this Resolution of the Company's Board of Directors.

**Result of the vote:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Grebtsov P.V. | **-** | **"FOR"** | Mikhailik K.A. | **-** | **"FOR"** |
| Guryanov D.L. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Zarkhin V.Yu. | **-** | **"ABSTAINED"** | Romankov A.O. | **-** | **"FOR"** |
| Kapitonov V.A. | **-** | **"FOR"** | Selivanova L.V. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Ebzeev B.B. | **-** | **"FOR"** |
| Korotkova M.V. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

**Item No.2: On approval of the report on the implementation of key performance indicators (KPIs) of the General Director of Rosseti South PJSC for 2019.**

**RESOLUTION:**

Approve the report on the implementation of key performance indicators (KPI) of the General Director of Rosseti South PJSC for 2019 in accordance with Annex No. 2 to this Resolution of the Board of Directors of Rosseti South PJSC.

**Result of the vote:**

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| --- | --- | --- | --- | --- | --- |
| Grebtsov P.V. | **-** | **"FOR"** | Mikhailik K.A. | **-** | **"FOR"** |
| Guryanov D.L. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Zarkhin V.Yu. | **-** | **"ABSTAINED"** | Romankov A.O. | **-** | **"FOR"** |
| Kapitonov V.A. | **-** | **"FOR"** | Selivanova L.V. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Ebzeev B.B. | **-** | **"FOR"** |
| Korotkova M.V. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

**Item No.3: On determining the position of Rosseti South PJSC (representatives of Rosseti South PJSC) on the agenda of the annual General Meeting of Shareholders of Recreation centre "Energetik" JSC On reducing the authorized capital of the Company by reducing the nominal value of shares.**

**RESOLUTION:**

Instruct the representatives of Rosseti South PJSC at the annual General Meeting of Shareholders of Recreation centre "Energetik" JSC on the item "On reducing the authorized capital of the Company by reducing the nominal value of shares" to vote FOR the adoption of the following decision:

"Reduce the authorized capital of Recreation centre "Energetik" JSC from 30,045,425.85 rubles to 16,691,903.25 rubles by reducing the nominal value of ordinary non-documentary shares. Reduce the nominal value of one ordinary non-documentary share of Recreation centre "Energetik" JSC from 0.27 rubles to 0.15 rubles per ordinary non-documentary share.

**Result of the vote:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Grebtsov P.V. | **-** | **"FOR"** | Mikhailik K.A. | **-** | **"FOR"** |
| Guryanov D.L. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Zarkhin V.Yu. | **-** | **"AGAINST"** | Romankov A.O. | **-** | **"FOR"** |
| Kapitonov V.A. | **-** | **"FOR"** | Selivanova L.V. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Ebzeev B.B. | **-** | **"FOR"** |
| Korotkova M.V. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

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| **Chairman of the Board of Directors** |  | **P.V. Grebtsov** |
| **Corporate Secretary** | **E.N. Pavlova** |