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**MINUTES**

**of the meeting of the Board of Directors of ROSSETI SOUTH PJSC**

Rostov-on-Don

12.03.2020 №363/2020

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

**Members of the Board of Directors who took part in absentee voting:** Sergeeva O.A., Grebtsov P.V., Dobin A.A., Zarkhin V.Yu., Kolyada A.S., Morozov A.V., Perets A.Yu., Selivanova L.V., Shaydullin F G., Ebzeev B.B., Yuriev A.V.

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

**A quorum is present.**

**Date of the minutes:** 16.03.2020.

**AGENDA**

1. *On recommendation to the Company's Single Executive Body on the conclusion of additional agreements.*
2. *On implementation of paragraph 2 of the Resolution of the Board of Directors on item No. 7 (Minutes of 09.01.2020 No. 353/2020) "On approval of the report on the results of the Company's investment program for 9 months of 2019".*
3. *On consideration of the report on the execution of calendar plans for commissioning of the Company's investment program facilities and the report on conducting a public technological and price audit of the Company's investment projects, containing the results of a consolidated analysis of the audits and conclusions based on the results of public and expert discussion.*
4. *On the implementation of the Register of non-core assets of the Company in the 4th quarter of 2019 and in 2019.*
5. *On providing insurance coverage of the Company in the 4th quarter of 2019.*
6. *On approval of the Payment Procedures of Rosseti South PJSC.*
7. *On consideration of the report on the execution of the RAS-based summary and IFRS-based consolidated business plan of the Rosseti South Group of Companies for 9 months of 2019.*

**Item No.1: On recommendation to the Company's Single Executive Body on the conclusion of additional agreements.**

**RESOLUTION:**

Recommend the Single Executive Body of the Company to conclude additional agreements to compensation agreements (monetary form) dated 16.10.2019 No. 30001901006285 and No. 30001901006289 between Rosseti South PJSC and SEZ Lotus PJSC in accordance with Annex No. 1 to this Resolution of the Company's Board of Directors.

**Result of the vote:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Sergeyeva O.A. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Grebtsov P.V. | **-** | **"FOR"** | Selivanova L.V. | **-** | **"FOR"** |
| Dobin A.A. | **-** | **"ABSTAINED"** | Shaidullin F.G. | **-** | **"FOR"** |
| Zarkhin V.Yu. | **-** | **"ABSTAINED"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Yuriev A.V. | **-** | **"FOR"** |
| Morozov A.V. | **-** | **"AGAINST"** |  |  |  |

**The resolution was carried.**

**Item No.2: On implementation of paragraph 2 of the Resolution of the Board of Directors on item No. 7 (Minutes of 09.01.2020 No. 353/2020) "On approval of the report on the results of the Company's investment program for 9 months of 2019".**

**RESOLUTION:**

1. Take in consideration the information of the Single Executive Body of the Company on the reasons for deviations from the planned parameters of the investment program in accordance with Annex No. 2 to this Resolution of the Company's Board of Directors.
2. Recognize as fulfilled the order of the Company's Board of Directors in the part of paragraph 2 on item No. 7 (Minutes of 09.01.2020 No. 353/2020).

**Result of the vote:**

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| --- | --- | --- | --- | --- | --- |
| Sergeyeva O.A. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Grebtsov P.V. | **-** | **"FOR"** | Selivanova L.V. | **-** | **"FOR"** |
| Dobin A.A. | **-** | **"ABSTAINED"** | Shaidullin F.G. | **-** | **"FOR"** |
| Zarkhin V.Yu. | **-** | **"AGAINST"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Yuriev A.V. | **-** | **"FOR"** |
| Morozov A.V. | **-** | **"ABSTAINED"** |  |  |  |

**The resolution was carried.**

**Item No.3: On consideration of the report on the execution of calendar plans for commissioning of the Company's investment program facilities and the report on conducting a public technological and price audit of the Company's investment projects, containing the results of a consolidated analysis of the audits and conclusions based on the results of public and expert discussion.**

**RESOLUTION:**

Take in consideration the information provided by the Company's General Director on the absence of investment projects with an estimated cost of 1.5 billion rubles or more subject to public technological and price audits in the approved investment program for the period 2019-2023 and in the draft adjustment to the investment program for the period 2020-2023.

**Result of the vote:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Sergeyeva O.A. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Grebtsov P.V. | **-** | **"FOR"** | Selivanova L.V. | **-** | **"FOR"** |
| Dobin A.A. | **-** | **"ABSTAINED"** | Shaidullin F.G. | **-** | **"FOR"** |
| Zarkhin V.Yu. | **-** | **"AGAINST"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Yuriev A.V. | **-** | **"FOR"** |
| Morozov A.V. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

**Item No.4: On the implementation of the Register of non-core assets of the Company in the 4th quarter of 2019 and in 2019.**

**RESOLUTION:**

1.Take in consideration the report on the progress of implementation of the Register of non-core assets of the Company in the 4th quarter of 2019 and in 2019 in accordance with Annex No. 3 to this Resolution of the Company's Board of Directors.

2. Approve the updated Register of non-core assets of the Company as of 31.12.2019 in accordance with Annex No. 4 to this Resolution of the Company's Board of Directors.

**Result of the vote:**

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| --- | --- | --- | --- | --- | --- |
| Sergeyeva O.A. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Grebtsov P.V. | **-** | **"FOR"** | Selivanova L.V. | **-** | **"FOR"** |
| Dobin A.A. | **-** | **"ABSTAINED"** | Shaidullin F.G. | **-** | **"FOR"** |
| Zarkhin V.Yu. | **-** | **"ABSTAINED"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Yuriev A.V. | **-** | **"FOR"** |
| Morozov A.V. | **-** | **"ABSTAINED"** |  |  |  |

**The resolution was carried.**

**Item No.5: On providing insurance coverage of the Company in the 4th quarter of 2019.**

**RESOLUTION:**

Take in consideration the report of the General Director of the Company on the provision of insurance coverage in the 4th quarter of 2019 in accordance with Annex No. 5 to this Resolution of the Company's Board of Directors.

**Result of the vote:**

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| --- | --- | --- | --- | --- | --- |
| Sergeyeva O.A. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Grebtsov P.V. | **-** | **"FOR"** | Selivanova L.V. | **-** | **"FOR"** |
| Dobin A.A. | **-** | **"FOR"** | Shaidullin F.G. | **-** | **"FOR"** |
| Zarkhin V.Yu. | **-** | **"FOR"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Yuriev A.V. | **-** | **"FOR"** |
| Morozov A.V. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

**Item No.6: On approval of the Payment Procedures of Rosseti South PJSC.**

**RESOLUTION:**

1. Approve the Payment Procedures of Rosseti South PJSC in a new version in accordance with Annex No. 6 to this Resolution of the Company's Board of Directors.

2. Declare to be no longer in force the Payment Procedures of IDGC of the South PJSC, approved by the Resolution of the Company's Board of Directors dated 31.08.2018 (Minutes of 03.09.2018 No. 285/2018).

**Result of the vote:**

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| --- | --- | --- | --- | --- | --- |
| Sergeyeva O.A. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Grebtsov P.V. | **-** | **"FOR"** | Selivanova L.V. | **-** | **"FOR"** |
| Dobin A.A. | **-** | **"FOR"** | Shaidullin F.G. | **-** | **"FOR"** |
| Zarkhin V.Yu. | **-** | **"ABSTAINED"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Yuriev A.V. | **-** | **"FOR"** |
| Morozov A.V. | **-** | **"AGAINST"** |  |  |  |

**The resolution was carried.**

**Item No.7: On consideration of the report on the execution of the RAS-based summary and IFRS-based consolidated business plan of the Rosseti South Group of Companies for 9 months of 2019.**

**RESOLUTION:**

Take in consideration the report on the execution of the RAS-based summary and IFRS-based consolidated business plan of the Rosseti South Group of Companies for 9 months of 2019 in accordance with Annex No. 7 to this Resolution of the Company's Board of Directors.

**Result of the vote:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Sergeyeva O.A. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Grebtsov P.V. | **-** | **"FOR"** | Selivanova L.V. | **-** | **"FOR"** |
| Dobin A.A. | **-** | **"FOR"** | Shaidullin F.G. | **-** | **"FOR"** |
| Zarkhin V.Yu. | **-** | **"ABSTAINED"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Yuriev A.V. | **-** | **"FOR"** |
| Morozov A.V. | **-** | **"ABSTAINED"** |  |  |  |

**The resolution was carried.**

|  |  |  |
| --- | --- | --- |
| **Chairman of the Board of Directors** |  | **O.A. Sergeeva** |
| **Corporate Secretary** | **E.N. Pavlova** |