**MINUTES**

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

Rostov-on-Don

29.09.2020 №399/2020

**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:** 30.09.2020.

**AGENDA**

1. *On approval of the timed action plan of Rosseti South PJSC for reduction of overdue receivables for power transmission services and settlement of disagreements that occurred as of July 1, 2020.*
2. *On approval of candidates for certain positions in the Company Executive Apparatus determined by the Company's Board of Directors.*
3. *On consideration of the report on acquisition of the electric power industry objects, approval of which is not required by the Board of Directors, for the 2nd quarter of 2020.*

**Item No.1: On approval of the timed action plan of Rosseti South PJSC for reduction of overdue receivables for power transmission services and settlement of disagreements that occurred as of July 1, 2020.**

**RESOLUTION:**

1. Approve the timed action plan of Rosseti South PJSC for reduction of overdue receivables for power transmission services and settlement of disagreements that occurred as of July 1, 2020 in accordance with Annex No. 1 to this Resolution of the Company's Board of Directors.

2. Take in consideration the report on implementation of timed action plan of Rosseti South PJSC for reduction of overdue receivables for power transmission services and settlement of disagreements that occurred as of April 1, 2020, approved by the decision of the Company's Board of Directors on June 30, 2020 (Minutes of July 2, 2020 No.383/2020), according to Annex No. 2 to the present Resolution of the Company's Board of Directors.

3. Note, based on the results of the 2nd quarter of 2020, the poor-quality planning by the Company of the indicator "repayment / reduction of overdue debts" (with planned 1,581 million rubles, the actual value amounted to 2,861.8 million rubles).

4. Take in consideration the report on the work carried out by Rosseti South PJSC in the 2nd quarter of 2020 in respect of newly formed overdue receivables for power transmission services, in accordance with Annex No. 3 to this Resolution of the Company's Board of Directors.

5. Take in consideration the report on repayment of overdue receivables by Rosseti South PJSC within 6 months of 2020 established as of January 1, 2020, in accordance with Annex 4 to this Resolution of the Company's Board of Directors.

6. Note the implementation by Rosseti South PJSC according to the results of the first half of 2020 of the planned indicator of repayment of overdue receivables, which has developed as of January 1, 2020 (with planned 3,895.3 million rubles, the actual value amounted to 5,384.9 million rubles).

7. Take in consideration the report on repayment of overdue receivables by VMES JSC within 6 months of 2020 established as of January 1, 2020, in accordance with Annex 5 to this Resolution of the Company's Board of Directors.

8. Note the implementation by VMES JSC according to the results of the first half of 2020 of the planned indicator of repayment of overdue receivables, which has developed as of January 1, 2020 (with planned 45.3 million rubles, the actual value amounted to 85.9 million rubles).

**Result of the vote:**

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

**The resolution was carried.**

**Item No.2: On approval of candidates for certain positions in the executive office of the Company, determined by the Board of Directors of the Company.**

**RESOLUTION:**

Agree on the candidacy of Nikita Vladimirovich Kalashnikov for the position of Deputy General Director for Investment Activities of Rosseti South PJSC.

**Result of the vote:**

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

**The resolution was carried.**

**Item No.3: On consideration of the report on acquisition of the electric power industry objects, approval of which is not required by the Board of Directors, for the 2nd quarter of 2020.**

**RESOLUTION:**

Take in consideration the report on the acquisition of electric power facilities, the approval of which is not required by the Board of Directors, and on the compliance of the completed transactions with the Criteria for the adoption of decisions on projects for the consolidation of electric grid assets for the 2nd quarter of 2020 in accordance with Annex 6 to this Resolution of the Company's Board of Directors.

**Result of the vote:**

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