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**MINUTES**

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

Rostov-on-Don

30.04.2020 №374/2020

**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:** 06.05.2020.

**AGENDA**

1. *On review of the report on compliance with the Company's Information Policy Regulations for 2019.*
2. *On consideration of the information of the Company's General Director on the indicators of reliability level and quality of rendered services for all branches of the Company subject to tariff regulation based on long-term parameters of activity for 2019.*
3. *On approval of the report on implementation of the Program of measures to reduce electric power losses in the grid complex of IDGC of the South, PJSC for 2019 and for the period up to 2023 for the 4th quarter of 2019.*
4. *On the current situation in the Company's activities for the technological connection of consumers to power grids for 2019.*
5. *On approval of the consolidated RAS and IFRS consolidated business plan of the Rosseti South Group of Companies for 2020 and forecast indicators for 2021-2024.*
6. *On approval of the Company's Insurer.*

**Item No.1: On review of the report on compliance with the Company's Information Policy Regulations for 2019.**

**RESOLUTION:**

Take in consideration the report of the Single Executive Body on compliance with the Regulation on Information Policy of Rosseti South PJSC for 2019 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. | **-** | **"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.2: On consideration of the information of the Company's General Director on the indicators of reliability level and quality of rendered services for all branches of the Company subject to tariff regulation based on long-term parameters of activity for 2019.**

**RESOLUTION:**

1. Take in consideration the information of the General Director of the Company on indicators of reliability and quality of rendered services for all branches of the Company subject to tariff regulation based on long-term parameters of activity regulation for 2019 in accordance with Annex No. 2 to this Resolution of the Company's Board of Directors.

2. Instruct the Company's General Director to ensure that the information specified in paragraph 1 of this resolution of the Board of Directors is sent to the executive authorities of the constituent entities of the Russian Federation in the area of state regulation of tariffs.

**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. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

**Item No.3: On approval of the report on implementation of the Program of measures to reduce electric power losses in the grid complex of IDGC of the South, PJSC for 2019 and for the period up to 2023 for the 4th quarter of 2019.**

**RESOLUTION:**

1. Take in consideration the report of the Single Executive Body of the Company on the implementation of the Program of measures to reduce electric power losses in the grid complex of IDGC of the South PJSC for 2019 and the period until 2023 for the 4th quarter of 2019 in accordance with Annex No. 3 to this Resolution of the Company's Board of Directors.

2. Note the failure to fulfill the planned level of losses for 2019 at the Kalmenergo branch (with a planned level of electric power losses of 16.52%, the fact was 17.53%).

**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. | **-** | **"AGAINST"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Yuriev A.V. | **-** | **"FOR"** |
| Morozov A.V. | **-** | **"ABSTAINED"** |  |  |  |

**The resolution was carried.**

**Item No.4: On the current situation in the Company's activities for the technological connection of consumers to power grids for 2019.**

**RESOLUTION:**

Take in consideration the report on the current situation in the Company's activities for the technological connection of consumers to electrical networks for 2019 in accordance with Annex 4 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. | **-** | **"FOR"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Yuriev A.V. | **-** | **"FOR"** |
| Morozov A.V. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

**Item No.5: On approval of the consolidated RAS and IFRS consolidated business plan of the Rosseti South Group of Companies for 2020 and forecast indicators for 2021-2024.**

**RESOLUTION:**

1. Approve the RAS-based summary and IFRS-based consolidated business plan of the Rosseti South Group of Companies for 2020 and forecast indicators for 2021-2024 in accordance with Annex No. 5 to this Resolution of the Company's Board of Directors.
2. Note the violation of the terms of approval of the RAS-based summary and IFRS-based consolidated business plan of the Rosseti South Group of Companies for 2020-2024, provided for by the Company's Business Planning Regulations (Minutes of the Board of Directors dated 03.07.2017 No. 238/2017).

**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. | **-** | **"AGAINST"** |  |  |  |

**The resolution was carried.**

**Item No. 6: On approval of the Company's insurer.**

**RESOLUTION:**

Approve as insurer of the Company the candidacy in accordance with Annex No. 6 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. | **-** | **"AGAINST"** |  |  |  |

**The resolution was carried.**

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