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**MINUTES**

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

Rostov-on-Don

21.04.2020 №371/2020

**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:** 22.04.2020.

**AGENDA**

1. *1. On the consideration of the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for 2019.*
2. *On implementation of the Timed Action Plan for implementation of the Company's production assets management system in 2019.*
3. *On approval of the Company's Insurer.*
4. *On determining the position of the Company on the agenda of the meeting of the Board of Directors of VMES JSC: "On the implementation of the business plan of VMES JSC for 2019".*
5. *On approval of the Regulations for the reconstruction of the facilities of Rosseti South PJSC, carried out at the initiative of third parties.*
6. *On determining the person authorized to exercise the rights and obligations of the employer in relation to the General Director of the Company.*
7. *On approval of the Program for modernization (renovation) of electric grid facilities of Rosseti South PJSC for the period 2020-2026.*

**Item No.1: On the consideration of the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for 2019.**

**RESOLUTION:**

1. Take in consideration the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for 2019 in accordance with Annex No. 1 to this Resolution of the Company's Board of Directors.
2. Note the results of the energy sales activities of Rosseti South PJSC in 2019 in accordance with Annex No. 2 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. | **-** | **"AGAINST"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Yuriev A.V. | **-** | **"FOR"** |
| Morozov A.V. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

**Item No.2: On implementation of the Timed Action Plan for implementation of the Company's production assets management system in 2019.**

**RESOLUTION:**

Take in consideration the report of the Single Executive Body of the Company on the implementation of the Timed Action Plan for implementation of the Rosseti South PJSC production assets management system in 2019 in accordance with Annex No. 3 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. | **-** | **"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 Company's insurer.**

**RESOLUTION:**

Approve as insurer of the Company the candidacy 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. | **-** | **"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.4: On determining the position of the Company on the agenda of the meeting of the Board of Directors of VMES JSC: "On the implementation of the business plan of VMES JSC for 2019".**

**RESOLUTION:**

Instruct the representatives of Rosseti South PJSC in the Board of Directors of VMES JSC on the agenda item "On implementation of the business plan of VMES JSC for 2019" to vote FOR the adoption of the following decision:

1. Take in consideration the report on the execution of the business plan of VMES JSC for 2019 in accordance with Annex to this Resolution of the Company's Board of Directors.

2. Note following the results of the Company's work for 2019 the non-fulfillment of planned indicators in accordance with Annex 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. | **-** | **"AGAINST"** | 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 Regulations for the reconstruction of the facilities of Rosseti South PJSC, carried out at the initiative of third parties.**

**RESOLUTION:**

1. Approve the Regulations for the reconstruction of the facilities of Rosseti South PJSC carried out at the initiative of third parties in accordance with Annex No. 5 to this Resolution of the Company's Board of Directors.

2. Declare to be no longer in force the Procedure for the reconstruction of facilities of IDGC of the South PJSC, carried out at the initiative of third parties, approved by the Resolution of the Company's Board of Directors on May 28, 2018 (Minutes No. 275/2018 dated May 31, 2018)

3. Instruct the Single Executive Body of the Company, based on the results of redistribution of functional responsibilities between business units of the Company and amendments to the staffing table, to re-submit for approval by the Board of Directors the Regulations for the reconstruction of the facilities of Rosseti South PJSC, carried out at the initiative of third parties.

**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. | **-** | **"ABSTAINED"** |  |  |  |

**The resolution was carried.**

**Item No.6: On determining the person authorized to exercise the rights and obligations of the employer in relation to the General Director of the Company.**

**RESOLUTION:**

Authorise Pavel Anatolyevich Livinsky, General Director of Rosseti PJSC, to exercise on behalf of the Company the rights and obligations of the employer in relation to the General Director of the Company Boris Borisovich Ebzeev, including to set up the terms of the employment contract with the General Director of the Company and sign the employment contract, additional agreements to it, including an additional agreement on the renaming the Company from 14.02.2020, and agreements, related to the termination of the employment contract, compensation for the costs of hiring housing.

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

**The resolution was carried.**

**Item No.7:On approval of the Program for modernization (renovation) of electric grid facilities of Rosseti South PJSC for the period 2020-2026.**

**RESOLUTION:**

1. Approve the Program of modernization (renovation) of power grid facilities of Rosseti South PJSC for the period 2020–2026 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 decision of the Board of Directors of IDGC of the South PJSC on August 25, 2017 (Minutes of 28.08.2017 No. 244/2017) on item No. 6 "On approval of the Program for modernization (renovation) of electric grid facilities of IDGC of the South PJSC for the period 2017-2026", a decision of the Board of Directors of IDGC of the South PJSC of 20.12.2018 (Minutes of 24.12.2018 No. 293/2018) on item No. 1 "On approval of the Program for modernization (renovation) of electric grid facilities of IDGC of the South PJSC for the Period 2017-2026".

3. Ensure synchronization of the revised Program for modernization (renovation) of electric grid facilities with the project of adjustment of the investment program of IDGC of the South PJSC by 31.12.2020.

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

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