**MINUTES**

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

Rostov-on-Don

20.11.2020 №406/2020

**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., Romankov A.O., Selivanova L.V., Ebzeev B.B.

The polling forms were not provided and did not take part in the voting: **Perets A.Yu.**

**A quorum is present.**

**Date of the minutes:** 23.11.2020.

**AGENDA**

1. *On approval of the Program of measures to reduce electric power losses in the network complex of Rosseti South PJSC.*
2. *On consideration of the report on the implementation of the Register of non-core assets of Rosseti South PJSC for the 3rd quarter of 2020.*
3. *On introducing amendments to the Regulations on Material Incentives of the Company's General Director.*
4. *On the consideration of the report of Rosseti South PJSC on the provision of insurance protection in the 3rd quarter of 2020.*

**Item No.1: On approval of the Program of measures to reduce electric power losses in the network complex of Rosseti South PJSC.**

**RESOLUTION:**

1. Approve the Program of measures to reduce electric power losses in the network complex of Rosseti South PJSC for 2020 and the period until 2024 in accordance with Annex 1 to this Resolution of the Company's Board of Directors.

2. Consider to be no longer in force the Program of measures to reduce electric power losses in the mains complex of IDGC of the South PJSC for 2019 and the period until 2023, approved by the decision of the Board of Directors of the Company of April 9, 2019 (Minutes of April 12, 2019 No. 309/2019).

**Result of the vote:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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"** | Korotkova M.V. | **-** | **"FOR"** |

**The resolution was carried.**

**Item No.2: On consideration of the report on the implementation of the Register of non-core assets of Rosseti South PJSC for the 3rd quarter of 2020.**

**RESOLUTION:**

1. Take in consideration the report on the implementation of the Register of non-core assets of Rosseti South PJSC as of September 30, 2020 in accordance with Annex 2 to this Resolution of the Company's Board of Directors.

2. Approve the updated Register of non-core assets of Rosseti South PJSC as of September 30, 2020 in accordance with Annex 3 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. | **-** | **"AGAINST"** | Selivanova L.V. | **-** | **"FOR"** |
| Kapitonov V.A. | **-** | **"FOR"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Korotkova M.V. | **-** | **"FOR"** |

**The resolution was carried.**

**Item No.3: On introducing amendments to the Regulations on Material Incentives of the Company's General Director.**

**RESOLUTION:**

Introduce amendments to the Regulations on Material Incentives of the General Director of IDGC of the South JSC, approved by the Resolution of the Company's Board of Directors on June 14, 2011 (Minutes of June 16, 2011 No. 67/2011), in accordance with Annex 4 to this Resolution of the Company's Board of Directors, extending these amendments from January 1, 2020 to December 31, 2020.

**Result of the vote:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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"** | Korotkova M.V. | **-** | **"FOR"** |

**The resolution was carried.**

**Item No.4: On the consideration of the report of Rosseti South PJSC on the provision of insurance protection in the 3rd quarter of 2020.**

**RESOLUTION:**

Take in consideration the report of the General Director of the Company on insurance protection in the 3rd quarter of 2020 in accordance with Annex 5 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"** | Romankov A.O. | **-** | **"FOR"** |
| Zarkhin V.Yu. | **-** | **"ABSTAINED"** | Selivanova L.V. | **-** | **"FOR"** |
| Kapitonov V.A. | **-** | **"FOR"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Korotkova M.V. | **-** | **"FOR"** |

**The resolution was carried.**

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