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**MINUTES**

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

Rostov-on-Don

17.03.2020 №364/2020

**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., 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:** Morozov A.V.

**A quorum is present.**

**Date of the minutes:** 18.03.2020.

**AGENDA**

1. *On evaluation of the performance of the Company's Board of Directors.*
2. *On approval of the Company's Credit Plan for the 2nd quarter of 2020.*

**Item No.1: On evaluation of the performance of the Company's Board of Directors.**

**RESOLUTION:**

1. Approve the Methodology for evaluation of the performance of the Board of Directors and Committees of the Board of Directors of Rosseti South PJSC (hereinafter referred to as the Methodology) in accordance with Annex No. 1 to this Resolution of the Company's Board of Directors.

2. Conduct a procedure for self-assessment of the performance of the Board of Directors and Committees of the Board of Directors of Rosseti South PJSC in the 2019-2020 corporate year using the approved Methodology.

**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"** |

**The resolution was carried.**

**Item No.2: On approval of the Company's Credit Plan for the 2nd quarter of 2020.**

**RESOLUTION:**

 Approve the Credit Plan of Rosseti South PJSC for the 2nd quarter of 2020 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. | **-** | **"AGAINST"** | Shaidullin F.G. | **-** | **"FOR"** |
| Zarkhin V.Yu. | **-** | **"ABSTAINED"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Yuriev A.V. | **-** | **"FOR"** |

**The resolution was carried.**

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