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**MINUTES**

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

Rostov-on-Don

24.03.2020 №366/2020

**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:** 25.03.2020.

**AGENDA**

1. *On approval of the budgets of the committees of the Company's Board of Directors for the 1st half of 2020.*
2. *On consideration of the results of the Company's Anti-Corruption Monitoring.*

**Item No.1: On approval of the budgets of the committees of the Company's Board of Directors for the 1st half of 2020.**

**RESOLUTION:**

1. Approve the budget of the Audit Committee of the Company's Board of Directors for the 1st half of 2020 in accordance with Annex No. 1 to this Resolution of the Company's Board of Directors.
2. Approve the budget of the HR and Remuneration Committee of the Company's Board of Directors for the 1st half of 2020 in accordance with Annex No. 2 to this Resolution of the Company's Board of Directors.
3. Approve the budget of the Strategy Committee of the Company's Board of Directors for the 1st half of 2020 in accordance with Annex No. 3 to this Resolution of the Company's Board of Directors.
4. Approve the budget of the Committee on Technological Connection to Power Grids of the Company's Board of Directors for the 1st half of 2020 in accordance with Annex No. 4 to this Resolution of the Company's Board of Directors.
5. Approve the budget of the Reliability Committee of the Company's Board of Directors for the 1st half of 2020 in accordance with Annex No. 5 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. | **-** | **"ABSTAINED"** |  |  |  |

**The resolution was carried.**

**Item No.2: On consideration of the results of the Company's Anti-Corruption Monitoring.**

**RESOLUTION:**

Take in consideration the report on the results of the Company's Anti-Corruption Monitoring in 2019 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. | **-** | **"FOR"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Yuriev A.V. | **-** | **"FOR"** |
| Morozov A.V. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

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