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**MINUTES**

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

Moscow

09.10.2020 №401/2020

**Meeting format:** in person and in absentia (including through videoconferencing).

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| **Timing and venue:** | 09.10.2020, 11:00 – 12:00. |

**Date of the minutes:** 12.10.2020.

**Members of the Board of Directors present at the meeting:** Grebtsov P.V. (Chairman of the Board of Directors), Zarkhin V.Yu., Korotkova M.V., Mikhailik K.A., Selivanova L.V., Ebzeev B.B.

**A quorum is present.**

**Members of the Board of Directors who took part by sending a questionnaire:** Guryanov D.L., Kapitonov V.A., Kolyada A.S., Peretz A.Yu., Romankov A.O.

**Invited persons of the Company:** Deputy General Director for Services Muriy A.G., Deputy General Director for Investment Activities Kalashnikov N.V., Head of the Department of Economics Iordanidi K.A. and other representatives of the Company's management.

**AGENDA**

1. *On updating the Smart metering development program of Rosseti South PJSC.*
2. *On consideration of the finalized draft changes made to the investment program of Rosseti South PJSC, approved by order of the Ministry of Energy of Russia.*
3. *On consideration of the report on the implementation of the business plan of Rosseti South PJSC for the first half of 2020.*
4. *On approval of the report on the results of the investment program of Rosseti South PJSC for the first half of 2020.*

**Item No.1: On updating the Smart metering development program of Rosseti South PJSC.**

**AGENDA:** Muriy A.G., Deputy General Director for Services, with his report on the item.

**SPEAKERS:** Chairman of the Board of Directors Grebtsov P.V. with questions to the discussion leader.

Deputy General Director for Services of the Company Muryi A.G. answered the questions raised.

**RESOLUTION (put to vote):**

1. Approve the updated Smart metering development program of Rosseti South PJSC for 2020-2030 in accordance with Annex 1 to this Resolution of the Company's Board of Directors.
2. Declare to be no longer in force the Program for the prospective development of metering systems in the retail electricity market of IDGC of the South PJSC for 2017 and the period until 2021, approved by the decision of the Company's Board of Directors dated 31.08.2017 (Minutes of 04.09.2017 245/2017), the Smart metering development program in the electric networks of Rosseti South PJSC for 2020-2021 and the forecast indicators for the period 2022-2030, approved by the Resolution of the Company's Board of Directors dated 06.03.2020 (Minutes of 10.03.2020 No. 362/2020).

**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. | **-** | **"ABSTAINED"** | Selivanova L.V. | **-** | **"FOR"** |
| Kapitonov V.A. | **-** | **"FOR"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Korotkova M.V. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

**Item No.2: On consideration of the finalized draft changes made to the investment program of Rosseti South PJSC, approved by order of the Ministry of Energy of Russia.**

**AGENDA:** Kalashnikov N.V., Deputy General Director for Investment Activities of the Company, with a report on the item.

**SPEAKERS:** Chairman of the Board of Directors Grebtsov P.V., member of the Board of Directors Mikhailik K.A. with questions to the discussion leader.

Kalashnikov N.V., Deputy General Director for Investment, answered the questions raised.

**RESOLUTION (put to vote):**

1. Approve for the purpose of sending to the Ministry of Energy of Russia the draft changes introduced in 2020 to the investment program of Rosseti South PJSC for 2019-2023, approved by order of the Ministry of Energy of Russia dated 02.12.2019 No. 15 @, finalized taking into account the comments and proposals of the Ministry of Energy of Russia and interested federal executive bodies, received in accordance with the requirements of Resolution of the Government of the Russian Federation dated 01.12.2009 No. 977 "On investment programs of subjects of the electric power industry", according to Annex 2 to this Resolution of the Company's Board of Directors.

2. The management of Rosseti South PJSC to ensure the submission to the Ministry of Energy of Russia of a finalized draft of changes made in 2020 to the investment program of Rosseti South PJSC for 2019-2023, approved by order of the Ministry of Energy of Russia dated 02.12.2019 No. 15 @ and notification of the placement of the revised draft changes.

**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. | **-** | **"ABSTAINED"** | Selivanova L.V. | **-** | **"FOR"** |
| Kapitonov V.A. | **-** | **"FOR"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Korotkova M.V. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

**Item No.3: On consideration of the report on the implementation of the business plan of Rosseti South PJSC for the first half of 2020.**

**AGENDA:** Iordanidi K.A., Head of the Department of Economics, with a report on the item.

**SPEAKERS:** Chairman of the Board of Directors Grebtsov P.V., member of the Board of Directors Mikhailik K.A. with questions to the discussion leader.

General Director of the Company Ebzeev B.B., Deputy General Director for Services of the Company Muryi A.G. answered the questions raised.

**RESOLUTION (put to vote):**

1. Take in consideration the report on the execution of the business plan of Rosseti South PJSC for the first half of 2020 in accordance with Annex 3 to this Resolution of the Company's Board of Directors.
2. Note, based on the results of the Company's work for the first half of 2020, the failure to meet the planned indicators in accordance with Annex 4 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. | **-** | **"FOR"** | Selivanova L.V. | **-** | **"FOR"** |
| Kapitonov V.A. | **-** | **"FOR"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Korotkova M.V. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

**Item No.4: On approval of the report on the results of the investment program of Rosseti South PJSC for the first half of 2020.**

**AGENDA:** Kalashnikov N.V., Deputy General Director for Investment Activities of the Company, with a report on the item.

**RESOLUTION (put to vote):**

1. Take in consideration the report on the results of Rosseti South PJSC investment program implementation for the first half of 2020 in accordance with Annex 5 to this Resolution of the Company's Board of Directors.
2. Take in consideration the report on the taken measures directed to an exception of risks of deviations from planned parameters of the investment program of Rosseti South PJSC approved by the order of the Ministry of Energy of the Russian Federation of 15.11.2018 No. 11 @ (taking into account the changes made by the Order of the Ministry of Energy of the Russian Federation of 02.12.2019 No. 15 @), according to Annex 6 to this Resolution of the Company's Board of Directors.
3. Note:
   1. Deviations from the planned parameters of the investment program of Rosseti South PJSC, approved by order of the Ministry of Energy of Russia dated 15.11.2018 No. 11 @ (taking into account the changes made by Order of the Ministry of Energy of Russia dated 02.12.2019 No. 15 @), following the results of the first half of 2020 in accordance with Annex No. 7 to this Resolution of the Company's Board of Directors;
   2. Risk of negative adjustment of required gross revenue by regional authorities.

**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. | **-** | **"ABSTAINED"** | Selivanova L.V. | **-** | **"FOR"** |
| Kapitonov V.A. | **-** | **"FOR"** | Ebzeev B.B. | **-** | **"FOR"** |
| Kolyada A.S. | **-** | **"FOR"** | Perets A.Yu. | **-** | **"FOR"** |
| Korotkova M.V. | **-** | **"FOR"** |  |  |  |

**The resolution was carried.**

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