

MINUTES OF THE BOARD OF DIRECTORS MEETING

April 29, 2020

No. 431

Moscow

Date of the meeting: April 28, 2020 Meeting format: absentee voting
Time and place for vote counting: April 28, 2020, 23:00, 115114 Moscow, 2nd Paveletsky passage, bld. 3/2.

The total membership of the Board of Directors of PJSC Moscow United Electric Grid Company is 13 (thirteen) people.

The following persons participated in voting P.A. Livinsky, A. A. Gavrilenko,
12 (twelve) members of the Board P.V. Grebtsov, A. Yu. Kormilitsyn,
of Directors of the Company: E. I. Logovinskiy, A. V. Mayorov,
S.A. Nikitin, A. V. Nuzhdov, L. A. Romanovskaya,
S.V. Sergeyev, O.A. Sergeyeva, P.A. Sinyutin.

There did not participate in voting A. A. Solovyev.
1 (one) member of the Board
of Directors of the Company:

The quorum for the meeting of the Board of Directors is present.

AGENDA

1. On preliminary approval of the annual report of PJSC Moscow United Electric Grid Company for 2019.
2. On consideration of annual accounting (financial) statements of PJSC Moscow United Electric Grid Company for 2019.
3. On recommendations on distribution of profit (losses) of PJSC Moscow United Electric Grid Company in accordance with the results of 2019.
4. On recommendations on the amount of dividends on shares of PJSC Moscow United Electric Grid Company for 2019, the procedure of their payment and on proposals to the Annual General Meeting of Shareholders on determination of the date of drawing up the list of persons entitled to receive dividends.

5. On consideration of the candidate of the auditor of PJSC Moscow United Electric Grid Company.
6. On consideration of the draft amendments to the Charter of PJSC Moscow United Electric Grid Company requiring an application to the Ministry of Justice of the Russian Federation with a request to issue a permit to include in the new company name PJSC Moscow United Electric Grid Company a word derived from the official name "Russian Federation" or "Russia".
7. On consideration of the draft Provision on the Board of Directors of PJSC Moscow United Electric Grid Company in a new edition.
8. On approval of the form and text of voting ballots at the Annual General Meeting of Shareholders, as well as wording of decisions on the issues on the agenda of the General Meeting of Shareholders, which should be sent in electronic form (in the form of electronic documents) to nominal shareholders registered in the register of Shareholders of PJSC Moscow United Electric Grid Company.
9. On determination of the date of sending voting ballots to persons entitled to participate in the Annual General Meeting of Shareholders of PJSC Moscow United Electric Grid Company, the address to which filled voting ballots can be sent, and the date of completion of receipt of filled voting ballots.
10. On election of the Secretary of the Annual General Meeting of Shareholders of PJSC Moscow United Electric Grid Company.
11. On approval of the cost estimates related to the preparation and holding of the Annual General Meeting of Shareholders of PJSC Moscow United Electric Grid Company.
12. On approval of the agreement terms with the registrar of PJSC Moscow United Electric Grid Company.
13. On approval of the report on interested transactions concluded by PJSC Moscow United Electric Grid Company in 2019.

Issue 1: On preliminary approval of the annual report of PJSC Moscow United Electric Grid Company for 2019.

Resolution: To preapprove the annual report of the Company for 2019 and recommend to the Annual General Meeting of Shareholders of the Company to approve the annual report in accordance with Annex No. 1 to this resolution.

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor"	- 12 votes	P.A. Livinsky, A. A. Gavrilenko, P. V. Grebtsov, A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A. Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V. Sergeyev, O.A. Sergeyeva, P.A. Sinyutin.
"Against"	none	
"Abstained"	none	

The resolution was carried unanimously.

Issue 2: On consideration of annual accounting (financial) statements of PJSC Moscow United Electric Grid Company for 2019.

Resolution: To preapprove and submit for approval the Annual General Meeting of Shareholders of the Company annual accounting (financial) statements of the Company for 2019 in accordance with Annex No. 2 to this resolution.

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor"	- 12 votes	P.A. Livinsky, A. A. Gavrilenko, P. V. Grebtsov, A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A. Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V. Sergeyev, O.A. Sergeyeva, P.A. Sinyutin.
"Against"	none	
"Abstained"	none	

The resolution was carried unanimously.

Issue 3: On recommendations on distribution of profit (losses) of PJSC Moscow United Electric Grid Company in accordance with the results of 2019.

Resolution: To recommend to the Annual General Meeting of Shareholders of the Company to approve the following distribution of profit (loss) of the Company for the 2019 reporting year:

Name	(thousand
accounting period: Net profit (uncovered loss) for the	6,607,215
Allocate to: Reserve Fund	0

Profit for the development	3 303 413
Dividends, including:	3 303 802
- interim dividends for the 9 months of 2019 (resolution of the extraordinary General Meeting of Shareholders of the Company (Minutes No. 22 dated 10.01.2020))	2 063 719
- amount of dividends payable	1 240 083
Repayment of losses of previous years	0

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor"	- 12 votes	P.A. Livinsky, A. A. Gavrilenko, P. V. Grebtsov, A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A. Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V. Sergeyev, O.A. Sergeyeva, P.A. Sinyutin.
"Against"	none	
"Abstained"	none	

The resolution was carried unanimously.

Issue 4: On recommendations on the amount of dividends on shares of PJSC Moscow United Electric Grid Company for 2019, the procedure of their payment and on proposals to the Annual General Meeting of Shareholders on determination of the date of drawing up the list of persons entitled to receive dividends.

Resolution:

To recommend to the Annual General Meeting of Shareholders to take the following resolution:

- To pay dividends on ordinary shares of the Company at the end of 2019 in the amount of 0.02546 rubles per one ordinary share of the Company in cash. The deadline for the payment of dividends to the nominee holder and to the trustee who is a professional participant in the securities market is no more than 10 working days, to other shareholders registered in the register - 25 working days from the date of compilation of the list of persons entitled to receive dividends.
- To determine the date of drawing up the list of persons entitled to receive dividends as June 09, 2020.

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow

United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor"	- 12 votes	P.A. Livinsky, A. A. Gavrilenko, P. V. Grebtsov, A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A. Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V. Sergeyev, O.A. Sergeyeva, P.A. Sinyutin.
"Against"	none	
"Abstained"	none	

The resolution was carried unanimously.

Issue 5: On consideration of the candidate of the auditor of PJSC Moscow United Electric Grid Company.

Resolution: To propose to the Annual General Meeting of Shareholders of PJSC Moscow United Electric Grid Company to approve Ernst & Young LLC as the auditor of the Company.

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor"	- 12 votes	P.A. Livinsky, A. A. Gavrilenko, P. V. Grebtsov, A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A. Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V. Sergeyev, O.A. Sergeyeva, P.A. Sinyutin.
"Against"	none	
"Abstained"	none	

The resolution was carried unanimously.

Issue 6: On consideration of the draft amendments to the Charter of PJSC Moscow United Electric Grid Company requiring an application to the Ministry of Justice of the Russian Federation with a request to issue a permit to include in the new company name PJSC Moscow United Electric Grid Company a word derived from the official name "Russian Federation" or "Russia".

Resolution: To propose to the Annual General Meeting of Shareholders of the Company to amend the Charter of the Company related to the change of the name of the Company to Public Joint Stock Company “Rosseti Moscow Region”, in accordance with the application posted on the official website of the Company on the Internet at: http://www.moesk.ru/invest/news/korporativnoe-upravlenie/obshchiye_sobraniya_aktsionerov/2020/.

(Annex No. 3 to this resolution of the Board of Directors of the Company). Apply to the Ministry of Justice of the Russian Federation with a request for permission to include in the new company name a word derived from the official name “Russian Federation” or “Russia”.

These changes to the Charter of the Company come into force from the moment of entering information on registration in the Unified State Register of Legal Entities after receiving the corresponding permission of the Ministry of Justice of the Russian Federation for the indicated change of name of the Company.

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor"	- 12 votes	P.A. Livinsky, A. A. Gavrilenko, P. V. Grebtsov, A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A. Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V. Sergeyev, O.A. Sergeyeva, P.A. Sinyutin.
"Against"	none	
"Abstained"	none	

The resolution was carried unanimously.

Issue 7: On consideration of the draft Provision on the Board of Directors of PJSC Moscow United Electric Grid Company in a new edition.

Resolution: To propose to the Annual General Meeting of Shareholders of the Company to approve the Regulation on the Board of Directors of the Company in a new edition (Annex No. 4 to this resolution).

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor"	- 12 votes	P.A. Livinsky, A. A. Gavrilenko, P. V. Grebtsov, A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A.
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Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V.
Sergeyev, O.A. Sergeyeva, P.A. Sinyutin.

"Against" none
"Abstained" none

The resolution was carried unanimously.

Issue 8: On approval of the form and text of voting ballots at the Annual General Meeting of Shareholders, as well as wording of Resolutions on the Agenda issues of the Annual General Meeting of Shareholders, which should be sent in electronic form (in the form of electronic documents) to nominee shareholders registered in the register of shareholders of PJSC Moscow United Electric Grid Company.

Resolution:

1. To approve the form and text of the voting ballots at the Annual General Meeting of Shareholders of the Company in accordance with Annexes No. 5, 6 to this resolution.
2. For sending in electronic form (in the form of electronic documents) to nominee shareholders registered in the register of shareholders, use the wording of Resolutions specified in the voting ballot.

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor" - 12 votes P.A. Divinsky, A. A. Gavrilenko, P. V. Grebtsov,
A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A.
Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V.
Sergeyev, O.A. Sergeyeva, P.A. Sinyutin.

"Against" none
"Abstained" none

The resolution was carried unanimously.

Issue 9: On determination of the date of sending voting ballots to persons entitled to participate in the Annual General Meeting of Shareholders of PJSC Moscow United Electric Grid Company, the address to which filled voting ballots can be sent,

- and the date of completion of receipt of filled voting ballots.
- Resolution:
1. To determine that voting ballots shall be sent by simple letter to persons entitled to participate in the Annual General Meeting of Shareholders of the Company no later than May 08, 2020.
Ballots (ballot texts) for voting in electronic form (in the form of electronic documents) no later than May 08, 2020 are sent to the registrar of the Company for sending to nominee holders registered in the register of shareholders of the Company.
 2. To determine that the completed voting ballots can be sent to one of the following addresses:
109052, Moscow, 23 Novokhokhlovskaya St., bld. 1, JSC "STATUS";
 3. To determine the following website address in the Internet telecommunications network for filling out the electronic bulletin form as <https://online.rostatus.ru/>.
 4. The participants in the Annual General Meeting of Shareholders will be considered shareholders whose ballots are received and (or) electronic ballot forms of which were completed before May 29, 2020, as well as shareholders who, in accordance with the rules of the Russian Federation legislation on securities, gave to persons registering their rights to shares, instructions (instructions) on voting, if messages about their will are received before May 29, 2020.
 5. To instruct the Sole Executive Body of the Company to ensure the sending of voting ballots to the shareholders of the Company in accordance with this resolution.

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor"	- 12 votes	P.A. Divinsky, A. A. Gavrilenko, P. V. Grebtsov, A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A. Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V. Sergeyev, O.A. Sergeyeva, P.A. Sinyutin.
"Against"	none	
"Abstained"	none	

The resolution was carried unanimously.

Issue 10: On election of the Secretary of the Annual General Meeting of Shareholders of PJSC Moscow United Electric Grid Company.

Resolution: To elect Svirin Alexey Nikolayevich, Corporate Secretary of the Company, as the Secretary of the Annual General Meeting of Shareholders of the Company.

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor"	- 12 votes	P.A. Livinsky, A. A. Gavrilenko, P. V. Grebtsov, A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A. Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V. Sergeyev, O.A. Sergeyeva, P.A. Sinyutin.
"Against"	none	
"Abstained"	none	

The resolution was carried unanimously.

Issue 11: On approval of the cost estimates related to the preparation and holding of the Annual General Meeting of Shareholders of PJSC Moscow United Electric Grid Company.

Resolution: 1. 1. To approve the estimated costs associated with the preparation and holding of the Annual General Meeting of Shareholders of the Company, in accordance with Annex No. 7 to this resolution.
2. To the Sole Executive Body of the Company no later than two months after holding the Annual General Meeting of Shareholders to submit to the Board of Directors a report on the expenditure of funds for the preparation and holding the Annual General Meeting of Shareholders in the form in accordance with Annex No. 8 to this resolution.

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor"	- 12 votes	P.A. Livinsky, A. A. Gavrilenko, P. V. Grebtsov, A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A. Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V. Sergeyev, O.A. Sergeyeva, P.A. Sinyutin.
"Against"	none	
"Abstained"	none	

The resolution was carried unanimously.

Issue 12: On approval of the agreement terms with the registrar of PJSC Moscow United Electric Grid Company.

Resolution: 1. To approve the agreement terms for the provision of services for the preparation and holding the Annual General Meeting of Shareholders of the Company with the Registrar of the Company in accordance with Annex No. 9 to this resolution.

2. To instruct the Sole Executive Body of the Company to sign an agreement for the provision of services for the preparation and holding the Annual General Meeting of Shareholders of the Company with the Registrar of the Company on the terms set forth in Annex No. 9 to this resolution.

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor"	- 12 votes	P.A. Livinsky, A. A. Gavrilenko, P. V. Grebtsov. A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A. Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V. Sergeyev, O.A. Sergeeva, P.A. Sinyutin.
"Against"	none	
"Abstained"	none	

The resolution was carried unanimously.

Issue 13: On approval of the report on interested transactions concluded by PJSC United Electric Grid Company in 2019.

Resolution: To approve the report on interested transactions concluded by the Company in 2019 in accordance with Annex No. 10 to this resolution.

In accordance with the Subparagraph 18.7 of Article 18 of the Charter of PJSC Moscow United Electric Grid Company, the resolution on the issue is adopted by a majority of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"In favor"	- 12 votes	P.A. Livinsky, A. A. Gavrilenko, P. V. Grebtsov. A. Yu. Kormilitsyn, E. I. Logovinskiy, A. V. Mayorov, S.A. Nikitin, A. V. Nuzhdov, L. A. Romanovskaya, S.V. Sergeyev, O.A. Sergeeva,
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P. A. Sinuytin.

"Against"	none
"Abstained"	none

The resolution was carried unanimously.

Chairman of the Board of Directors /signature/

P.A. Livinski

Corporate Secretary /signature/

A. N. Svirin