



ROSSETI
MOSCOW REGION

Public Joint Stock Company "Rosseti Moscow Region"
Russian Federation, 115114, Moscow, 2nd Paveletsky passage, 3, bld. 2
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OKPO (Russian National Nomenclator of Businesses and Organisations) 75273098,
OGRN (Primary State Registration Number) 1057746555811, INN (Tax
Identification Number) 5036065113, KPP (Registration Reason Code) 997650001

MINUTES OF THE BOARD OF DIRECTORS MEETING

July 24, 2020

No.442

Moscow

Date of the meeting: July 23, 2020

Meeting format: absentee voting

Time and place for vote counting: July 23, 2020, 23:00, 115114 Moscow, 2nd Paveletsky passage, bld. 3/2.

The Board of Directors of PJSC "Rosseti Moscow Region" total membership is 13 (thirteen) members.

Eleven (11) members of the Board of Directors of the Company participated in the voting:

P.A. Livinsky, A.A. Gavrilenko, P.V. Grebtsov,
A.Yu. Kormilitsin, D.V. Krainsky, E.I.
Logovinsky, A.V. Mayorov A.V. Molsky, S.A.
Nikitin, A.V. Nuzhdov, L.A. Romanovskaya.

Two (2) members of the Board of Directors of the Company did not participate in the voting:

P.A. Sinyutin, A.A. Solovyov.

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

AGENDA

1. On approval of candidatures for separate positions in the executive office of the Company, determined by the Board of Directors of the Company.
2. On termination of powers of a member of the Company's Management Board and election of a member of the Management Board of the Company.
3. On approval of the Report on the implementation of key performance indicators (KPI) for the 4th quarter of 2019 of the General Director of PJSC "MOESK".
4. On approval of the Report on the implementation of key performance indicators (KPI) of the Director General of PJSC "MOESK" for 2019.
5. On special bonuses of the General Director of PJSC "MOESK" based on the results of the year 2019.
6. On the progress of execution of the Register of non-core assets of PJSC "MOESK" in the 1st quarter of 2020.

Issue 1: On approval of candidatures for separate positions in the executive office of the Company, determined by the Board of Directors of the Company.

Decision: 1. Agree on the candidacy of Vodennikov Dmitry Alexandrovich for the post of director of Moscow Cable Networks, PJSC MOESK branch office.
2. Agree on the candidacy of Vologyn Andrei Viktorovich for the post of director of Moscow High-Voltage Networks, PJSC MOESK branch office.

In accordance with clause 18.7 of article 18 of PJSC "Rosseti Moscow Region" Charter, the resolution on the issue is adopted by a majority of votes of the members of the Board of Company Directors participating in the meeting.

Voting results:

"For" - 11 people P.A. Livinsky, A.A. Gavrilenko, P.V. Grebtsov, A.Yu. Kormilitsin, D.V. Krainsky, E.I. Logovinsky, A.V. Mayorov A.V. Molsky, S.A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya.

"Against" no votes

"Abstained" no votes

The resolution was carried unanimously.

Issue 2: On termination of powers of a member of the Company's Management Board and election of a member of the Management Board of the Company.

Decision: 1. To terminate the powers of Andrei Viktorovich Vologyn, Aleksei Yuryevich Irzhak, Oleg Petrovich Chaus, members of the Management Board of PJSC MOESK.
2. To elect to the Management Board of PJSC MOESK:
– Bitney Dmitry Leonidovich - Director of PJSC MOESK branch office Western Electric Networks;
– Vodennikov Dmitry Alexandrovich - Director of PJSC MOESK branch office Moscow Cable Networks;
– Rybin Boris Aleksandrovich - Deputy Director General for HR and Administrative Matters of PJSC MOESK.

In accordance with clause 18.7 of article 18 of PJSC "Rosseti Moscow Region" Charter, the resolution on the issue is adopted by a majority of votes of the members of the Board of Company Directors participating in the meeting.

Voting results:

"For" - 11 people P.A. Livinsky, A.A. Gavrilenko, P.V. Grebtsov, A.Yu. Kormilitsin, D.V. Krainsky, E.I. Logovinsky, A.V. Mayorov A.V. Molsky, S.A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya.

"Against" no votes

"Abstained" no votes

The resolution was carried unanimously.

Issue 3: On approval of the Report on the implementation of key performance indicators (KPI) for the 4th quarter of 2019 of the General Director of PJSC "MOESK".

Decision: 1. To approve the Report on the implementation of key performance indicators (KPI) for the 4th quarter of 2019 of the Director General of PJSC "MOESK" in accordance with Annex No. 1 to this decision of the Board of Directors of the Company.
2. It should be noted the non-fulfillment of the KPI "Absence of the increasing number of victims at accidents" for the 4th quarter of 2019.

In accordance with clause 18.7 of article 18 of PJSC "Rosseti Moscow Region" Charter, the resolution on the issue is adopted by a majority of votes of the members of the Board of Company Directors participating in the meeting.

Voting results:

"For" - 11 people P.A. Livinsky, A.A. Gavrilenko, P.V. Grebtsov, A.Yu. Kormilitsin, D.V. Krainsky, E.I. Logovinsky, A.V. Mayorov A.V. Molsky, S.A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya.

"Against" no votes

"Abstained" no votes

The resolution was carried unanimously.

Issue 4: On approval of the Report on the implementation of key performance indicators (KPI) of the Director General of PJSC "MOESK" for 2019.

Decision: 1. For assessing the implementation of the KPI "Achieving the level of reliability of services provided" for 2019 and comparability of data in subsequent periods:

7. to consider the implementation of a set of measures in 2019 aimed at increasing the transparency of production processes, observability and controllability of the network as part of the implementation of Digital Transformation 2030 concept in accordance with the strategy for the development of the power grid complex as an objective factor;

8. in accordance with clause 1.7 of the Methodology for calculating and assessing the implementation of the KPI of the Director General of PJSC "MOESK" (approved by the decision of the Board of Directors of the Company dated April 17, 2017 No. 314, as amended by the minutes dated June 06, 2018 No. 357, dated December 27, 2019 No. 411), to recognize the KPI as fulfilled for 2019, do not to carry out depreciation in terms of this KPI.

2. To approve the Report on the implementation of key performance indicators (KPI) of the Director General of PJSC "MOESK" for 2019 in accordance with Annex No. 2 to this decision of the Board of Directors of the Company.

In accordance with clause 18.7 of article 18 of PJSC "Rosseti Moscow Region" Charter, the resolution on the issue is adopted by a majority of votes of the members of the Board of Company Directors participating in the meeting.

Voting results:

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|-------------|-------------|--|
| "For" | - 11 people | P.A. Livinsky, A.A. Gavrilenko, P.V. Grebtsov, A.Yu. Kormilitsin, D.V. Krainsky, E.I. Logovinsky, A.V. Mayorov A.V. Molsky, S.A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya. |
| "Against" | no votes | |
| "Abstained" | no votes | |

The resolution was carried unanimously.

Issue 5: On special bonuses of the General Director of PJSC "MOESK" based on the results of the year 2019.

Decision: 1. Calculate a special bonus of the Director General of PJSC "MOESK", taking into account additional factors that increase the calculation base for net profit of the reporting period (private enterprise firm report) by 700 856 thousand rubles.

2. In accordance with clause 3.5 of the Regulation on material incentives for the Director General of the Company:

9. Pay a special bonus at the end of 2019 to the Director General of PJSC "MOESK", P.A. Sinyutin in accordance with Annex 3 to the decision of the Board of Directors of the Company.

10. Pay a special bonus at the end of 2019 to the Director General of PJSC "MOESK", P.A. Sinyutin in the part determined by the implementation of the KPI "Effectiveness of innovative activities" in accordance with Appendix 4 to this decision of the Board of Directors of the Company, provided and not earlier than the Board of Directors of MOESK PJSC makes a decision to fully implement the KPI "Effectiveness of innovative activities" by the Director General of PJSC MOESK for 2019.

In accordance with clause 18.7 of article 18 of PJSC "Rosseti Moscow Region" Charter, the resolution on the issue is adopted by a majority of votes of the members of the Board of Company Directors participating in the meeting.

Voting results:

| | | |
|-------------|-------------|--|
| "For" | - 11 people | P.A. Livinsky, A.A. Gavrilenko, P.V. Grebtsov, A.Yu. Kormilitsin, D.V. Krainsky, E.I. Logovinsky, A.V. Mayorov A.V. Molsky, S.A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya. |
| "Against" | no votes | |
| "Abstained" | no votes | |

The resolution was carried unanimously.

Issue 6: On the progress of execution of the Register of non-core assets of PJSC "MOESK" in the 1st quarter of 2020.

- Decision:
1. To take into consideration the progress of the Register of non-core assets of PJSC "Moscow United Electric Grid Company" in the 1st quarter of 2020 in accordance with Annex 5 to this decision of the Board of Directors of the Company.
 2. To approve the Register of non-core assets of PJSC Moscow United Electric Grid Company as of March 31, 2020 in accordance with Annex No. 6 to this decision of the Board of Directors of the Company.

In accordance with clause 18.7 of article 18 of PJSC "Rosseti Moscow Region" Charter, the resolution on the issue is adopted by a majority of votes of the members of the Board of Company Directors participating in the meeting.

On item 6 of the agenda, a written opinion of a member of the Board of Directors, D.V. Sinyutin in accordance with Annex 7 to this resolution of the Board of Directors of the Company.

Voting results:

| | | |
|-------------|-------------|--|
| "For" | - 11 people | P.A. Livinsky, A.A. Gavrilenko, P.V. Grebtsov, A.Yu. Kormilitsin, D.V. Krainsky, E.I. Logovinsky, A.V. Mayorov A.V. Molsky, S.A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya. |
| "Against" | no votes | |
| "Abstained" | no votes | |

The resolution was carried unanimously.

Chairman of the Board of Directors

/signature/

P.A. Livinsky

Corporate Secretary

/signature/

A.N. Svirin