



MINUTES OF THE BOARD OF DIRECTORS MEETING

March 12, 2021

No. 473

The city of Moscow

Date of holding: March 09, 2021

Meeting format: absentee voting

Time and place of summarising the voting results: March 09, 2021, 11:00 p.m., 115114, Moscow, 2nd Paveletskiy proezd, 3. bldg. 2.

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

Twelve (12) 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. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin, A.A. Solovyev

One (1) member of the Board of Directors of the Company did not participate in the voting: A.V. Mayorov.

There is a quorum for holding a meeting of the Board of directors.

AGENDA

1. On the Program of Measures to Reduce Electricity Losses in the Company's Grid Complex.
2. On payment of a lump sum bonus to the General Director of PAO "Rosseti Moscow Region".
3. On payment of a lump sum bonus to the top managers of PAO "Rosseti Moscow Region".
4. On approval of the organisational structure of the executive office of PAO "Rosseti Moscow Region".
5. On approval of an agreement on compensation in property form between PAO "Rosseti Moscow Region" and OOO "Edisonenergo".

Issue 1: On the Program of Measures to Reduce Electricity Losses in the Company's Grid Complex.

Decision: 1. To declare invalid the comprehensive program of measures to reduce electricity losses in the networks of PAO "Rosseti Moscow Region" for the period 2018-2022, approved by the decision of the Board of Directors of PAO "Rosseti Moscow Region" dated July 31, 2018 (minutes dated August 03 2018 No. 363).
2. Determine that the approval of the Program of Measures to Reduce Electricity Losses in PAO "Rosseti Moscow Region" for the planning period (hereinafter referred to as the Program) falls within the competence of the sole executive body of PAO "Rosseti Moscow

Region", except for the following cases when the Program is submitted to approval by the Board of Directors of PAO "Rosseti Moscow Region":

- 1) If there are measures to reduce losses in terms of financial support of the Company for the period of planning the Programme;
- 2) In case of non-fulfillment of the target indicators of the level of electricity losses in the Company based on the results of the Base period (base year preceding the current one);
- 3) If by decision of PAO "Rosseti", PAO "Rosseti Moscow Region" is included in the list of subsidiaries and dependent companies of PAO "Rosseti", which need to approve the Program by decision of the Board of Directors.

In accordance with pp. 18.7 Art. 18 of the Articles of Association of PAO "Rosseti Moscow Region", the decision on the issue is adopted by a majority vote of the members of the Board of directors of the Company participating in the meeting.

Voting results:

"For"	- 12 persons	P.A. Livinsky, A.A. Gavrilenko, P.V. Grebtsov, A.Yu. Kormilitsin, D.V. Krainsky, E.I. Logovinsky, A.V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin, A.A. Solovyev
"Against"	none	
"Abstained"	none	

The decision was adopted unanimously.

Issue 2: Payment of a lump sum bonus payment to the General Director of PAO "Rosseti Moscow Region".

Decision: 1. To pay, in accordance with the grant agreement dated December 25, 2020 No. 281-DZhKH / 20, a lump sum bonus to the General Director of PAO "Rosseti Moscow Region" for the successful solution of organisational issues for holding important city events in 2020 in accordance with Appendix 1 to this decision of the Board of Directors of the Company.

2. Determine that this payment is outside the system of material incentives provided for by the Regulation on material incentives for the General Director of PAO "Rosseti Moscow Region" (approved by the decision of the Board of Directors dated December 28, 2020, minutes dated December 29, 2020 No. 465).

In accordance with pp. 18.7 Art. 18 of the Articles of Association of PAO "Rosseti Moscow Region", the decision on the issue is adopted by a majority vote of the members of the Board of directors of the Company participating in the meeting.

Voting results:

"For"	- 12 persons	P.A. Livinsky, A.A. Gavrilenko, P.V. Grebtsov, A.Yu. Kormilitsin, D.V. Krainsky, E.I. Logovinsky, A.V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin, A.A. Solovyev
"Against"	none	
"Abstained"	none	

The decision was adopted unanimously.

Issue 3: On the payment of a one-time bonus to the top managers of PAO "Rosseti Moscow Region".

Decision: 1. To recommend the General Director of the Company to pay, in accordance with the grant agreement dated December 25, 2020 No. 281-DZhKH / 20, a lump sum bonus to the Deputy General Director for the sale and development of energy supply services A.Yu. Kadushkin, Deputy General Director for Human Resources and Administrative Issues B.A. Rybin and the director of the Moscow Cable Networks branch D.A. Vodennikov for the successful solution of organizational issues for holding important city events in 2020 in accordance with Appendix 2 to this decision of the Board of Directors of the Company.

2. Determine that this payment is outside the system of material incentives provided for by the Regulations on material incentives and social benefits for top managers of PAO "Rosseti Moscow Region" (approved by the decision of the Board of Directors dated December 28, 2020, minutes dated December 29, 2020 No. 465).

In accordance with pp. 18.7 Art. 18 of the Articles of Association of PAO "Rosseti Moscow Region", the decision on the issue is adopted by a majority vote of the members of the Board of directors of the Company participating in the meeting.

Voting results:

"For"	- 12 persons	P.A. Livinsky, A.A. Gavrilenko, P.V. Grebtsov, A.Yu. Kormilitsin, D.V. Krainsky, E.I. Logovinsky, A.V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin, A.A. Solovyev
"Against"	none	
"Abstained"	none	

The decision was adopted unanimously.

Issue 4: On approval of the organisational structure of the executive office of PAO "Rosseti Moscow Region".

Decision: 1. To approve the organizational structure of the executive office of PAO "Rosseti Moscow Region" in accordance with Appendix 3 to this decision of the Board of Directors of PAO "Rosseti Moscow Region" and put it into effect taking into account the terms provided for by the legislation of the Russian Federation when changing and terminating employment contracts with employees

2. From the date of entry into force of the organizational structure of the executive office of PAO "Rosseti Moscow Region", the organisational structure of the executive office of the Company approved by the decision of the Board of Directors of PAO "Rosseti Moscow Region" of December 31, 2019 (minutes of January 1, 2020 No. No. 414).

In accordance with pp. 18.7 Art. 18 of the Articles of Association of PAO "Rosseti Moscow Region", the decision on the issue is adopted by a majority vote of the members of the Board of directors of the Company participating in the meeting.

Voting results:

"For"	- 12 persons	P.A. Livinsky, A.A. Gavrilenko, P.V. Grebtsov, A.Yu. Kormilitsin, D.V. Krainsky, E.I. Logovinsky, A.V.
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Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A.
Romanovskaya, P. A. Sinyutin, A.A. Solovyev

"Against" none
"Abstained" none

The decision was adopted unanimously.

Issue 4: On approval of an agreement on compensation in property form between PAO "Rosseti Moscow Region" and OOO "Edisonenergo".

Decision: Approve the conclusion of an agreement on compensation in property form between PAO "Rosseti Moscow Region" and OOO "Edisonenergo" on the terms in accordance with Appendix 4 to this decision of the Board of Directors of the Company.

In accordance with clause 18.10 of Article 18 of the Charter of PAO "Rosseti Moscow Region", the Resolution is adopted by two-thirds of votes of the members of the Board of Directors of the Company participating in the meeting.

Voting results:

"For"	- 12 persons	P.A. Livinsky, A.A. Gavrilenko, P.V. Grebtsov, A.Yu. Kormilitsin, D.V. Krainy, E.I. Logovinsky, A.V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin, A.A. Solovyev
"Against"	none	
"Abstained"	none	

The decision was adopted unanimously.

Chairman of the Board of Directors

P.A. Livinsky

Corporate Secretary

A.N. Svirin