



## MINUTES OF THE BOARD OF DIRECTORS MEETING

March 29, 2021

No. 474

The city of Moscow

Date of holding: March 26, 2021

Meeting format: absentee voting

Time and place of summing up the voting results: March 26, 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 approval of the candidacy of the insurer of PAO "Rosseti Moscow Region".
2. On approval of an agreement on compensation in property form between PAO "Rosseti Moscow Region" and PAO "FSK EU".
3. On the payment of a one-time 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 the Regulations for the reorganization of facilities of PAO "Rosseti Moscow Region", carried out on the initiative of third parties.

Issue 1: On the approval of the candidacy of the insurer of PAO "Rosseti Moscow Region".

Decision: To approve the following candidate as the Company's Insurer:

Type of insurance	Insurance company	Period of insurance
Property insurance of legal entities against "all risks"	"SOGAZ" AO	01.02.2021 – 31.03.2021

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: On approval of an agreement on compensation in property form between PAO "Rosseti Moscow Region" and PAO "FSK EU".

Decision: Approve the conclusion of an agreement on compensation in property form between PAO "Rosseti Moscow Region" and PAO "FSK EU" on the terms in accordance with Appendix 1 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. 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 progress of the execution of the Register of non-core assets of PAO "Rosseti Moscow Region" in the 4th quarter of 2020 and in 2020.

Decision: 1. To take into consideration the report on the progress of the execution of the Register of non-core assets of PAO "Rosseti Moscow Region" in the 4th quarter of 2020 and in 2020 in accordance with Appendix 2 to this decision of the Board of Directors of the Company.  
2. To approve the updated Register of non-core assets of PAO "Rosseti Moscow Region" as of December 31, 2020 in accordance with Appendix 3 to this decision of the Board of Directors of the Company.

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
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"Against" none  
 "Abstained" none

The decision was adopted unanimously.

- Issue 4: On approval of the Risk Management Policy of PAO "Rosseti Moscow Region" in a new version.
- Decision: 1. To approve the Risk Management Policy of PAO "Rosseti Moscow Region" in the new edition in accordance with Appendix 4 to this decision of the Board of Directors of the Company.  
 2. To invalidate the decision of the Board of Directors of PAO "Rosseti Moscow Region" on clause 1 of item 10 "On approval of the Risk Management Policy of PAO "Moscow United Electric Grid Company" in a new edition" (Minutes No. 287 dated April 30, 2016) from the date of adoption of this decision.

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 5: On the Regulations for the reorganization of facilities of PAO "Rosseti Moscow Region", carried out on the initiative of third parties.
- Decision: 1. In addition to the decision of the Board of Directors of the Company dated July 31, 2020 on item 1 "On approval of the regulations for the reorganization of facilities of PAO "Rosseti Moscow Region", carried out on the initiative of third parties" (Minutes of the Board of Directors dated August 03, 2020 No. 445) taking into account the implementation of the federal project "Europe - Western China", which provides for the construction of the M-12 highway "Moscow - Nizhny Novgorod - Kazan", to approve the standard form of the Agreement on compensation (monetary form), concluded with the State Company "Avtodor", in accordance with the appendix 5 to this decision of the Board of Directors of the Company.  
 2. The sole executive body of PAO "Rosseti Moscow Region" shall ensure the application of the standard form of the Agreement approved by clause 1 of this decision only in the event of the reconstruction of the Company's power grid facilities as part of the construction of the M-12 "Moscow - Nizhny Novgorod - Kazan" highway.  
 3. If the standard form of the Agreement approved by clause 1 of this decision is applied, and subject to the conditions approved by clause 2 of this decision, additional approval of the Board of Directors of the Company on the conclusion of a compensation agreement (monetary form) with the State Company Avtodor is not required.

4. Determine as the validity period of this decision of the Board of Directors of the Company the period of implementation of the project for the construction of the M-12 highway "Moscow - Nizhny Novgorod - Kazan".

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. 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