



MINUTES OF THE BOARD OF DIRECTORS MEETING

April 28, 2021

№ 478

The city of Moscow

Date of holding: April 27, 2021

Meeting format: absentee voting

Time and place of summing up the voting results: April 27, 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. Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin.

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

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

AGENDA

1. On consideration of the annual accounting (financial) statements of PAO "Rosseti Moscow Region" for 2020.
2. On recommendations for the distribution of profits (losses) of PAO "Rosseti Moscow Region" based on the results of 2020.
3. On recommendations on the amount of dividends on shares of PAO "ROSSETI Moscow Region" for 2020, the procedure for their payment and on proposals to the annual General Meeting of Shareholders to determine the date on which the persons entitled to receive dividends are determined.
4. Consideration of the candidacy of the auditor of PAO "Rosseti Moscow Region".

5. On consideration of the new version of the draft Charter of the Public Joint Stock Company "Rosseti Moscow Region".
6. On consideration of the draft Regulation on the General Meeting of Shareholders of the Public Joint Stock Company Rosseti Moscow Region in a new edition.
7. On approval of the form and text of voting ballots at the annual General Meeting of Shareholders, as well as the wording of decisions on the agenda of the annual General Meeting of Shareholders, which must be sent in electronic form (in the form of electronic documents) to nominee shareholders registered in the shareholder register of PAO "ROSSETI Moscow region".
8. On determining the date of sending voting ballots to persons entitled to participate in the annual General Meeting of Shareholders of PAO "ROSSETI Moscow Region", the address to which filled-in voting ballots can be sent, and the deadline for accepting filled-in voting ballots.
9. Election of the Secretary of the Annual General Meeting of Shareholders of PJSC Rosseti Moscow Region.
10. Approval of the cost estimate associated with the preparation and holding of the annual General Meeting of Shareholders of PAO "Rosseti Moscow Region".
11. On approval of the terms of the agreement with the registrar PAO "Rosseti Moscow Region".
12. On approval of the report on the related party transactions concluded by PAO "Rosseti Moscow Region" in 2020, in execution of which there has been an interest.

Issue 1: On consideration of the annual accounting (financial) statements of PAO "Rosseti Moscow Region" for 2020.

Decision: Preliminary approve and submit for approval the Annual General Meeting of Shareholders of the Company annual accounting (financial) statements of the Company for 2020 in accordance with Appendix No.1 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. Krainy, E.I. Logovinsky, A.V. Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin.
"Against"	none	
"Abstained"	none	

The decision was adopted unanimously.

Issue 2: On recommendations for the distribution of profits (losses) of PAO "Rosseti Moscow Region" based on the results of 2020.

Decision: Recommend to the annual General Meeting of Shareholders of the Company to approve the following distribution of profit (loss) of the Company for the 2020 reporting year:

Name	(thousand roubles)
Retained profit (uncovered loss) of the reporting period:	4 798 561
Distribute to: Reserve fund	0

Development profit	2 397 301
Dividends	2 401 260
Repayment of losses of previous years	0

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. Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin.
"Against"	none	
"Abstained"	none	

The decision was adopted unanimously.

Issue 3: On recommendations on the amount of dividends on shares of PAO "ROSSETI Moscow Region" for 2020, the procedure for their payment and on proposals to the annual General Meeting of Shareholders to determine the date on which the persons entitled to receive dividends are determined.

Decision: Recommend the annual General Meeting of Shareholders to make the following decision:
 1. Pay dividends on ordinary shares of the Company at the end of 2020 in the amount of 0.0493 rubles per one ordinary share of the Company in cash.
 The term for the payment of dividends to a nominee holder and a professional securities market participant to a trustee is no more than 10 working days, to other shareholders registered in the register - 25 working days from the date of compiling a list of persons entitled to receive dividends. 2. Determine the date of drawing up the list of persons entitled to receive dividends as June 01, 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. Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin.
"Against"	none	
"Abstained"	none	

The decision was adopted unanimously.

Issue 4: Consideration of the candidacy of the auditor of PAO "Rosseti Moscow Region".

Decision: Propose to the annual General Meeting of Shareholders of the Company to approve the Leader of the collective participant - Ernst & Young OOO (INN 7709383532, legal address: Russian Federation, 115035, Moscow, Sadovnicheskaya emb., 77, building 1) as the Company's auditor.

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. Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin.
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"Against"	none
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"Abstained"	none
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The decision was adopted unanimously.

Issue 5: On consideration of the new version of the draft Charter of the Public Joint Stock Company "Rosseti Moscow Region".

Decision: To propose to the Annual General Meeting of Shareholders of the Company to approve the Charter of the Company in a new edition in accordance with Appendix 2 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. Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin.
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"Against"	none
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"Abstained"	none
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The decision was adopted unanimously.

Issue 6: On consideration of the draft Regulation on the General Meeting of Shareholders of the Public Joint Stock Company Rosseti Moscow Region in a new edition.

Decision: To propose to the Annual General Meeting of Shareholders of the Company to approve the Regulation on the General Meeting of Shareholders of the Company in a new edition 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. Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin.
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"Against"	none
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"Abstained"	none
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The decision was adopted unanimously.

Issue 7: On approval of the form and text of voting ballots at the annual General Meeting of Shareholders, as well as the wording of decisions on the agenda of the annual General Meeting of Shareholders, which must be sent in electronic form (in the form of electronic documents) to nominee shareholders registered in the shareholder register of PAO "ROSSETI Moscow region".

Decision: 1. To approve the form and text of ballots for voting at the annual General Meeting of Shareholders of the Company in accordance with Appendices 4.5 to this decision of the Board of Directors of the Company.
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 indicated in the voting ballots.

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. Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin.
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"Against"	none
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"Abstained"	none
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The decision was adopted unanimously.

Issue 8: On determining the date of sending voting ballots to persons entitled to participate in the annual General Meeting of Shareholders of PAO "ROSSETI Moscow Region", the address to which filled-in voting ballots can be sent, and the deadline for accepting filled-in voting ballots.

Decision: 1. Determine that voting ballots must be sent by a simple letter to persons entitled to

participate in the annual General Meeting of Shareholders of the Company, no later than April 30, 2021.

Ballots (ballot texts) for voting in electronic form (in the form of electronic documents) no later than April 30, 2021 are sent to the registrar of the Company for sending to nominee holders registered in the register of shareholders of the Company.

2. Determine that the completed voting ballots can be sent to the following address: - 109052, Moscow, st. Novokhokhlovskaya, 23, building 1, STATUS AO;

3. Determine the following website address in the information and telecommunications network "Internet" for filling out the electronic form of bulletins - <https://online.rostatus.ru/>.

4. The shareholders, whose ballots will be received and (or) the electronic form of ballots completed by May 21, 2021, as well as shareholders who, in accordance with the rules of the legislation of the Russian Federation on securities, have given registering their rights to shares, instructions (instructions) on voting, if messages on their expression of will are received before May 21, 2021.

5. 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 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. Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin.
"Against"	none	
"Abstained"	none	

The decision was adopted unanimously.

Issue 9: Election of the Secretary of the Annual General Meeting of Shareholders of PJSC Rosseti Moscow Region.

Decision: 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 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. Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin.
"Against"	none	

"Abstained" none

The decision was adopted unanimously.

Issue 10: Approval of the cost estimate associated with the preparation and holding of the annual General Meeting of Shareholders of PAO "Rosseti Moscow Region".

Decision: 1. To approve the estimate of costs associated with the preparation and holding of the annual General Meeting of Shareholders of the Company in accordance with Appendix 6 to this decision of the Board of Directors of the Company.
2. The sole executive body of the Company shall, no later than two months after the annual General Meeting of Shareholders, submit to the Board of Directors a report on the expenditure of funds for the preparation and holding of the Annual General Meeting of Shareholders in the form in accordance with Appendix 7 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. Krainy, E.I. Logovinsky, A.V. Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin.

"Against" none

"Abstained" none

The decision was adopted unanimously.

Issue 11: On approval of the terms of the agreement with the registrar PAO "Rosseti Moscow Region".

Decision: 1. To approve the terms of the contract for the provision of services for the preparation and holding of the annual General Meeting of Shareholders of the Company with the registrar of the Company in accordance with Appendix 8 to this decision of the Board of Directors of the Company.
2. Instruct the Sole Executive Body of the Company to conclude an agreement for the provision of services for the preparation and holding of the annual General Meeting of Shareholders of the Company with the Registrar of the Company on the terms in accordance with Appendix 8 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. Krainy, E.I. Logovinsky, A.V.

Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov,
L.A. Romanovskaya, P. A. Sinyutin.

"Against" none
"Abstained" none

The decision was adopted unanimously.

Issue 12: On approval of the report on the related party transactions concluded by PAO "Rosseti Moscow Region" in 2020, in execution of which there has been an interest.
Decision: To approve the report on interested transactions concluded by the Company in 2020 in accordance with Appendix No. 9 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. Mayorov, A. V. Molsky, S. A. Nikitin, A.V. Nuzhdov, L.A. Romanovskaya, P. A. Sinyutin.
"Against" none
"Abstained" none

The decision was adopted unanimously.

Chairman of the Board of Directors

P.A. Livinsky

Corporate Secretary

A.N. Svirin