



## MINUTES OF THE BOARD OF DIRECTORS MEETING

May 19, 2021

No. 481

The city of Moscow

Date of holding: May 18, 2021

Meeting format: absentee voting

Time and place of summing up the voting results: May 18, 2021, 23-00 h., 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 results of the implementation of measures to reduce power losses in the networks of PAO "Rosseti Moscow Region" following the results of the 3rd quarter of 2020.
2. On consideration of the internal audit information on the audit results of the identification and sale of non-core assets of PJSC "Rosseti Moscow Region" in 2020.
3. On consideration of the report on compliance with the Anti-Corruption Policy of PAO "Rosseti" and SDCs of PAO "Rosseti" in 2020.
4. On approval of the RAS-based summary business plan and the IFRS-based consolidated business plan of the PJSC MOESK for 2021 and forecast indicators for 2022-2025.
5. On approval of the Plan for maintaining the efficiency and development of the internal control

system and the risk management system of PJSC "Rosseti Moscow Region".

6. On approval of an agreement on compensation in property form between PAO "Rosseti Moscow Region" and OOO "Pervy Moskovsky".
7. On approval of an agreement on compensation in property form between PAO "Rosseti Moscow Region" and the Embassy of the Republic of Lithuania in the Russian Federation.
8. On consideration of the report of the Sole Executive Body and the Management Board of PAO "Rosseti Moscow Region" on the organization and functioning of the internal control system and the report of the Sole Executive Body and the Management Board of PAO "Rosseti Moscow Region" on the organization and operation of the risk management system, including information on the implementation of measures to improve these.
9. On consideration of the report on the volume of contracts concluded with organizations of the military-industrial complex of the Russian Federation for the purchase of civilian products (works, services) in 2020 that are not related to the state defense order.
10. On consideration of the report on the credit policy of PAO "Rosseti Moscow Region" based on the results of 2020.
11. On consideration of the report on compliance with the Information Policy of PAO "Rosseti Moscow Region" for 2020.
12. On the approval of the candidacy of the insurer of PAO "Rosseti Moscow Region".
13. On the determination of the position of PAO "Rosseti Moscow Region" (representatives of PAO "Rosseti Moscow Region") on the issue on the agenda of the meeting of the Board of Directors of AO "MOESK-Engineering": "On consideration of the report on the implementation of the credit policy of AO "MOESK-Engineering" for 2020".

Issue 1: On the results of the implementation of measures to reduce power losses in the networks of PAO "Rosseti Moscow Region" following the results of the 3rd quarter of 2020.

Decision: 1. To take into consideration the report on the implementation of the Program for reducing electricity losses in the electric grid complex of PAO "Rosseti Moscow Region" for the 3rd quarter of 2020 in accordance with Appendix 1 to this decision of the Board of Directors of the Company.

2. To note the fulfillment of the planned indicators for 9 months of 2020 as a whole for the Program (with the plan of 223.57 million kWh, the actual value was 234.24 million kWh), as well as the fulfillment of the planned indicators of electrical energy losses for 9 months according to the business plan for 2020 in the power grid complex of PAO "Rosseti Moscow Region" (with the plan of 4,629.18 million kWh (6.89%), the actual value was 4,244.3 million kWh (6.57%).

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 consideration of the internal audit information on the audit results of the identification and sale of non-core assets of PJSC "Rosseti Moscow Region" in 2020.
- Decision: Take into consideration the Audit Report No. 01-PMP-2021 of the Internal Audit Department of PAO "Rosseti Moscow Region" for the audit: "Assessment of the progress in the identification and sale of non-core assets of the Company for 2020" 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. 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 consideration of the report on compliance with the Anti-Corruption Policy of PAO "Rosseti" and SDCs of PAO "Rosseti" in 2020.
- Decision: To take note of the report on compliance with the Anti-Corruption Policy of PAO "Rosseti" and SDCs of PAO "Rosseti" and the results of the Anti-corruption monitoring of PAO "Rosseti Moscow Region" at the end of 2020 in accordance with Annex 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.
"Against"	none	
"Abstained"	none	

The decision was adopted unanimously.

- Issue 4: On approval of the RAS-based summary business plan and the IFRS-based consolidated

business plan of the PJSC MOESK for 2021 and forecast indicators for 2022-2025.

Decision: To approve the consolidated business plans of the "Rosseti Moscow Region" Group for 2021 based on RAS principles and consolidated on the principles of IFRS and take into account the forecast indicators for 2022-2025 in accordance with Annexes 4.5 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.
"Against"	none	
"Abstained"	none	

The decision was adopted unanimously.

Issue 5: On approval of the Plan for maintaining the efficiency and development of the internal control system and the risk management system of PJSC "Rosseti Moscow Region".

Decision: 1. To approve the Plan for maintaining the efficiency and development of the internal control system and the risk management system of PAO "Rosseti Moscow Region" in accordance with Appendix 6 to this decision of the Board of Directors of the Company. 2. Declare as invalid the decisions of the Board of Directors of PAO "Rosseti Moscow Region" on the issue "On consideration of measures to maintain an effective internal control system of PAO "Moscow United Electric Grid Company" (minutes of the meeting of the Board of Directors dated November 29, 2019 No. 406), on the issue" On consideration of measures to maintain an effective risk management system of PAO "Moscow United Electric Grid Company" (minutes of the meeting of the Board of Directors dated December 30, 2019 No. 412) from the date of this decision. 3. To instruct the Sole Executive Body of PJSC "Rosseti Moscow Region" to ensure that the Board of Directors of PJSC "Rosseti Moscow Region" is annually informed about the implementation of the Plan for maintaining the efficiency and development of the internal control and risk management system of PJSC "Rosseti Moscow Region" as part of the executive bodies' reports on the organization, the functioning and efficiency of the internal control system and the risk management system.

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.
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Sinyutin, A.A. Solovyev.

"Against" none  
 "Abstained" none

The decision was adopted unanimously.

Issue 6: On approval of an agreement on compensation in property form between PAO "Rosseti Moscow Region" and OOO "Pervy Moskovsky".  
 Decision: To approve the agreement on compensation in property form between PAO "Rosseti Moscow Region" and OOO "Pervy Moskovsky" on the terms in accordance with Annex No. 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. 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 7: On approval of an agreement on compensation in property form between PAO "Rosseti Moscow Region" and the Embassy of the Republic of Lithuania in the Russian Federation.  
 Decision: To approve the agreement on compensation in property form between PAO "Rosseti Moscow Region" and Embassy of the Republic of Lithuania in the Russian Federation on the terms in accordance with Annex No. 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. 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 8: On consideration of the report of the Sole Executive Body and the Management Board of PAO "Rosseti Moscow Region" on the organization and functioning of the internal control system and the report of the Sole Executive Body and the Management Board of PAO "Rosseti Moscow Region" on the organization and operation of the risk management system, including information on the implementation of measures to improve these.
- Decision: To take into account the report of the Sole Executive Body and the Management Board of PJSC "Rosseti Moscow Region" on the organization and functioning of the internal control system, including information on the implementation of measures to improve the internal control system following the results of 2020, in accordance with the Annex 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. 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.

- Issue 9: On consideration of the report on the volume of contracts concluded with organizations of the military-industrial complex of the Russian Federation for the purchase of civilian products (works, services) in 2020 that are not related to the state defense order.
- Decision: Take into account the report on the volume of contracts concluded with organizations of the military-industrial complex of the Russian Federation for the purchase of civilian products (works, services) in 2020, not related to the state defense order, in accordance with Appendix 10 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. 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 10: On consideration of the report on the credit policy of PAO "Rosseti Moscow Region" based on the results of 2020.

Decision: To take into consideration the report on the credit policy of PAO "Rosseti Moscow Region" for 2020 in accordance with Annex 11 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.
"Against"	none	
"Abstained"	none	

The decision was adopted unanimously.

Issue 11: On consideration of the report on compliance with the Information Policy of PAO "Rosseti Moscow Region" for 2020.

Decision: To take into consideration the report on compliance of the Information Policy of PAO "Rosseti Moscow Region" for 2020 in accordance with Annex No. 12 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.
"Against"	none	
"Abstained"	none	

The decision was adopted unanimously.

Issue 12: On the approval of the candidacy of the insurer of PAO "Rosseti Moscow Region".

Decision: To approve the following insurance company as the Insurer of the Company:

Type of insurance	Insurance company	Period of insurance
Liability insurance for directors and officers	"SOGAZ" AO	from 13.04.2021 to 12.04.2022

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.

Issue 13: On the determination of the position of PAO "Rosseti Moscow Region" (representatives of PAO "Rosseti Moscow Region") on the issue on the agenda of the meeting of the Board of Directors of AO "MOESK-Engineering": "On consideration of the report on the implementation of the credit policy of AO "MOESK-Engineering" for 2020".

Decision: Instruct representatives of PAO "Rosseti Moscow Region" at a meeting of the Board of Directors of AO "MOESK - Engineering" on the agenda of the meeting of the Board of Directors of AO "MOESK - Engineering": "On consideration of the report on the implementation of the credit policy of AO "MOESK - Engineering" for 2020" vote "FOR" the adoption of the following decision: "1. Take note of the report on the implementation of the credit policy of AO "MOESK - Engineering" for 2020 in accordance with the annex to the decision. 2. Note the transition of the Company from the creditworthiness group "B" to the creditworthiness group "A". 3. To note the failure to fulfill the instructions of the Board of Directors of the Company under item 3 of the issue "On approval of the credit plan of AO "MOESK - Engineering "for the 4th quarter of 2020" (Minutes dated December 30, 2020 No. 130)."

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