

Public Joint Stock Company Interregional Distribution

Grid Company of North-West

**MINUTES**

of the session of the Board of Directors of IDGC of North-West, PJSC

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| 05.03.2021 | Saint Petersburg | No. 388/24 |

Form of the meeting of the Board of Directors of IDGC of North-West, PJSC – absentee voting (polling).

Chairperson: Chairperson of the Board of Directors – K.A. Mikhailik

Members of the Board of Directors participating in the meeting:

1. M.A. Bychko
2. A.V. Golovtsov
3. Y.V. Goncharov
4. A.Y. Korneyev
5. D.D. Mikheyev
6. A.V. Morozov
7. A.Y. Pidnik
8. Y.G. Obrezkova
9. O.R. Fedorov
10. I.A. Shagina

The number of members of the Board of Directors participating in the meeting (vote) is 11 persons of the 11 elected members of the Board of Directors.

The quorum required for the meeting of the Board of Directors shall be at least one-half of the total number of elected members of the Company’s Board of Directors (Clause 18.11, Article 18 of the Charter of Interregional Distribution Grid Company of North-West, PJSC). A quorum was recorded as present.

**AGENDA:**

1. On consideration of shareholders’ proposals on inclusion of issues in the agenda of the annual General Meeting of Shareholders of the Company and on nomination of candidates for membership in management and control bodies of the Company.

2. On determination of the date of the session of the Board of Directors of the Company to be dedicated to consideration of issues related to preparation for arrangement of the annual General Meeting of Shareholders of the Company.

**Based on the voting results, the Board of Directors of IDGC of North-West, PJSC resolved as follows:**

**On Item No. 1 on the agenda:**

1. Have the following candidacies included in the voting list for election of the Board of Directors of the Company:

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| --- | --- | --- | --- | --- |
| Item No. | Candidacy proposed by (a) shareholder (shareholders) for inclusion in the voting list for election of the Board of Directors of the Company | Job title, place of work of the candidate proposed by shareholder (shareholders) to be included into the list for voting in elections to the Board of Directors of the Company | Full name /  name of the shareholder (shareholders) who proposed the candidate to be included into the list for voting in elections to the Board of Directors of the Company | Portion of voting shares of the Company held by the shareholder (shareholders)  (%) |
| 1. | Alexander Arkadevich Zaragatsky | First Deputy General Director of Rosseti, PJSC | Rosseti, PJSC | 55.38 |
| 2. | Andrey Vladimirovich Mayorov | First Deputy General Director – Chief Engineer, Rosseti, PJSC | Rosseti, PJSC | 55.38 |
| 3. | Aleksey Valeryevich Molsky | Deputy General Director for Investment, Capital Construction and Sale of Services of Rosseti, PJSC | Rosseti, PJSC | 55.38 |
| 4. | Mariya Gennadyevna Tihonova | Deputy General Director on Corporate Governance of Rosseti, PJSC | Rosseti, PJSC | 55.38 |
| 5. | Pavel Vladimirovich Grebtsov | Deputy General Director for Economy and Finance of Rosseti, PJSC | Rosseti, PJSC | 55.38 |
| 6. | Daniil Vladimirovich Krainsky | Deputy General Director for Legal Support, Rosseti, PJSC | Rosseti, PJSC | 55.38 |
| 7. | Alexey Alexanderovich Polinov | Advisor of General Director, Rosseti, PJSC | Rosseti, PJSC | 55.38 |
| 8. | Yury Vladimirovich Goncharov | Chief Advisor to Rosseti, PJSC | Rosseti, PJSC | 55.38 |
| 9. | Artem Yuryevich Pidnik | General Director of IDGC of North-West, PJSC | Rosseti, PJSC | 55.38 |
| 10. | Igor Vyacheslavovich Belikov | General Director of Russian Institute of Directors (RID) | Rosseti, PJSC | 55.38 |
| 11. | Ekaterina Vladimirovna Nikitchanova | Deputy Director – Head of the RID Expert Center | Rosseti, PJSC | 55.38 |
| 12. | Aleksandr Viktorovich Golovtsov | Doesn’t work at present | The Prosperity Quest Fund Company | 4.99 |
| 13. | Vitaliy  Yuryevich Zarhin | Doesn’t work at present | The Prosperity Quest Fund Company | 4.99 |
| 14. | Andrey Vladimirovich Morozov | Legal Director, Association of Professional Investors | The Prosperity Quest Fund Company | 4.99 |
| 15. | Aleksandr Viktorovich Shevchuk | Executive Director of the Professional Investors Association | The Prosperity Quest Fund Company | 4.99 |
| 16. | Oleg  Romanovich Fedorov | Member of the Board of Directors of IDGC of North-West, PJSC | The Prosperity Quest Fund Company | 4.99 |
| 17. | Anastasiya Igorevna Krupenina | Director of Strategy and Investments of Pyat Plus, LLC | Sergey  Valeryevich Ilushko | 2.95 |

2. Have the following candidacies included in the voting list for election of the Auditing Commission of the Company:

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| --- | --- | --- | --- | --- |
| Item No. | Candidacy proposed by (a) shareholder (shareholders) for inclusion in the voting list for election of the Auditing Commission of the Company | Job title, place of work of the candidate proposed by the shareholder (shareholders) to be included into the list for voting in elections to the Auditing Commission of the Company | Full name / name of shareholder (shareholders) that proposed the candidate to be included into list for voting in elections to the Internal Auditing Commission of the Company | Portion of voting shares of the Company held by the shareholder (shareholders)  (%) |
| 1. | Svetlana Nikolaevna Kovaleva | Director for Internal Audit – Head of the Internal Audit Department of Rosseti, PJSC | Rosseti, PJSC | 55.38 |
| 2. | Viktor Vladimirovich Tsarkov | First Deputy Head of the Internal Audit Department, Rosseti, PJSC | Rosseti, PJSC | 55.38 |
| 3. | Svetlana Mikhaylovna Trishina | Deputy Head of the Internal Audit Department – Head of the Corporate Audit and Control Directorate of the Internal Audit Department of Rosseti, PJSC | Rosseti, PJSC | 55.38 |
| 4. | Elena Mikhailovna Roptanova | Chief Expert of the Corporate Audit and Control Directorate of the Internal Audit Department of Rosseti, PJSC | Rosseti, PJSC | 55.38 |
| 5. | Natalya Aleksandrovna Tsiganova | Chief Expert of the Corporate Audit and Control Directorate of the Internal Audit Department of Rosseti, PJSC | Rosseti, PJSC | 55.38 |

**On Item No. 2 on the agenda:**

Determine date of the meeting of the Board of Directors of the Company arranged for consideration of issues related to preparation for arrangement of the annual General Meeting of Shareholders of the Company – not later than April 22, 2021.

*Minutes compilation date: 09.03.2021*

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| **Chairperson of the Board of Directors** | K.A. MIKHAILIK |
| **Corporate Secretary** | L.Y. NAZARENKO |