

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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| 24.02.2021 | Saint Petersburg | No. 387/23 |

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 approval of the target values of the Key Performance Indicators (KPIs) of the General Director of IDGC of North-West, PJSC for 2021.

2. On termination of powers and election of members of the Management Board of the Company.

3. On appointment of the Company’s Insurer.

4. Report of the Sole Executive Body of the Company on provision for insurance protection in Q4 2020.

5. On consideration of the report on progress in implementing the Register of Non-Core Assets of the Company in Q4 2020.

6. On consideration of the report on the implementation of the Program of Measures to Reduce Electricity Losses in the Grid Complex of IDGC of North-West, PJSC for 2020 and the period until 2024 for 9 months of 2020.

7. On determination of standpoint of the Company representatives regarding issue on agenda of the session of the Board of Directors of Pskovenergosbyt, JSC “On approval of the report on achievement of Key Performance Indicators (KPI) by General Director of Pskovenergosbyt, JSC for 2019”.

8. On approval of the amendments to the Investment Programme of Interregional Distribution Grid Company of North-West, PJSC for 2016–2025 as approved by Order of the Russian Ministry of Energy No. 906 dated November 30, 2015 as amended by Order of the Russian Ministry of Energy No. 24@ dated December 25, 2020.

**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:**

Approve the target values of Key Performance Indicators (KPIs) of the General Director of the IDGC of North-West, PJSC for 2021 in accordance with Appendix No. 1 to this decision of the Board of Directors of the Company.

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

1. Terminate the powers of member of the Management Board of IDGC of North-West PJSC Dmitry Stanislavovich Rudakov.

2. Elect Karina Andreyevna Aganova, Deputy General Director on Capital Construction and Investment Activities of IDGC of North-West, PJSC, as a member of the Management Board of IDGC of North-West, PJSC.

**On Item No. 3 on the agenda:**

Approve of the following insurance organizations as an insurers of IDGC of North-West, PJSC:

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| Type of insurance | Insurance company | Period of insurance  (policies issue period) |
| Compulsory insurance of civil liability of a hazardous facility owners for harm inflicted as a result of an accident at such hazardous facility | SOGAZ, JSC | from 01.02.2021  to 31.01.2022 |

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| Type of insurance | Insurance company | Period of insurance  (policies issue period) |
| Insurance of liability of directors, officers and companies | VSK, Joint-Stock Insurance Company | from 01.01.2021  to 31.12.2021 |

**On Item No. 4 on the agenda:**

Take under advisement the report of the Company’s Sole Executive Body on provision for insurance protection of the Company in Q4 2020 in accordance with Appendix No. 2 to this decision of the Board of Directors of the Company.

**On Item No. 5 on the agenda:**

1. Take under advisement the Report on implementation of the Register of Non-Core Assets of IDGC of North-West, PJSC in Q4 2020 in accordance with Appendix No. 3 to this decision of the Board of Directors of the Company.

2. Approve the restated Register of Non-Core Assets of the Company as of December 31, 2020 in accordance with Appendix No. 4 to this decision of the Board of Directors of the Company.

**On Item No. 6 on the agenda:**

1. Approve the report on the implementation of the Program of Measures to Reduce Electric Energy Losses in the Grid Complex of IDGC of North-West, PJSC for 2020 and the period till 2024 for 9 months of 2020 in accordance with Appendix No. 5 to this decision of the Board of Directors of the Company.

2. Take note of the information in accordance with Appendix No. 6 to this decision of the Board of Directors of the Company.

**On Item No. 7 on the agenda:**

Instruct representatives of IDGC of North-West PJSC to vote at the meeting of the Board of Directors of Pskovenergosbyt, JSC on agenda item “Approval of the report on achievement of target Key Performance Indicators (KPIs) by the General Director of Pskovenergosbyt, JSC for 2019” IN FAVOUR of the following resolution:

“1. In order to assess the KPI “Level of operating expenses (costs)” for 2019:

1.1. Consider as objective factors:

- exclusion of expenses secured by additional revenue in the amount of 29,574 thousand rubles;

- exclusion of expenses incurred due to external factors beyond the control of management in terms of creating a provision for doubtful debts for bankrupt enterprises in the amount of 12,401 thousand rubles.

1.2. In accordance with clause 1.6 of the Methodology for calculating and assessing the achievement of Key Performance Indicators (KPI) by General Director of Pskovenergosbyt, JSC, approved by the decision of the Board of Directors of the Company dated December 24, 2019 (Minutes No. 6), recognize the KPI for 2019 as achieved, pay bonuses for this KPI in full.

2. Approve the report on achievement of the Key Performance Indicators (KPIs) by the General Director of Pskovenergosbyt JSC for 2019 in accordance with the appendix to this resolution of the Board of Directors.”

**On Item No. 8 on the agenda:**

1. Approve the draft amendments to the Investment Programme of IDGC of North-West PJSC for 2016–2025 as approved by Order of the Russian Ministry of Energy No. 906 dated November 30, 2015, as amended by Order of the Russian Ministry of Energy No. 24@ dated December 25, 2020, in accordance with Appendix No. 7 to this decision of the Board of Directors of the Company.

2. Instruct the Sole Executive Body of IDGC of North-West, PJSC to do the following:

2.1. Provide the approval of the amendments to the investment programme of IDGC of North-West, PJSC for the period of 2016–2025, approved by Order of the Russian Ministry of Energy No. 906 dated November 30, 2015 as amended by Order of the Ministry of Energy of Russia No. 24@ dated December 25, 2020, in the Russian Ministry of Energy in accordance with the procedure established by Decree of the Government of the Russian Federation No. 977 dated December 1, 2009 “On investment programmes of electricity power industry entities”.

2.2. Provide a report on execution of Clause 2.1. of this decision for consideration to the Board of Directors of IDGC of North-West, PJSC indicating the reasons for deviations of the approved investment programme from the project of the investment programme approved by the Board of Directors of IDGC of North-West, PJSC (if there are any deviations) within 30 business days upon approval of the amendments to the Investment Programme of Interregional Distribution Grid Company of North-West, PJSC for the period 2016–2025 approved by the Order of the Russian Ministry of Energy No. 906 dated November 30, 2015 as amended by Order of the Russian Ministry of Energy No. 24@ dated December 25, 2020, in the manner established by Decree of the Government of the Russian Federation No. 977 dated December 1, 2009 “On investment programs of electricity power industry entities”.

For reference.

A statement of special opinion of a member of the Board of Directors A.V. Golovtsov on the agenda item No. 8 of the meeting of the Board of Directors (Appendix No. 8 to these Minutes) is applied to the Minutes.

*Minutes compilation date: 25.02.2021*

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