

APPROVED

by decision of the Board of Directors  
of "IDGC South" PJSC dated 31.01.2020  
(minutes No.355/2020 dated 31.01.2020)

**REGULATION  
ON THE COMMITTEE FOR TECHNOLOGICAL  
CONNECTION TO ELECTRIC GRIDS  
The Board of Directors  
of Public Joint-Stock Company  
"Interregional Distribution Grid Company of the South"**

Rostov-on-Don  
2019

## **1. GENERAL PROVISIONS**

1.1. Regulations of the Committee for Technological Connection to Electric Grids of the Board of Directors of "Interregional Distribution Grid Company of the South" Public Joint-Stock Company (hereinafter referred to as the "Regulations") was developed in accordance with the laws of the Russian Federation, the Articles of Association of "IDGC South" PJSC (hereinafter referred to as the "Company"), Regulations on the Board of Directors of "IDGC South" PJSC.

1.2. The Committee for Technological Connection to Electric Grids of the Board of Directors of "Interregional Distribution Grid Company of the South" Public Joint-Stock Company (hereinafter referred to as the "Committee") shall be created by decision of the Company's Board of Directors and shall constitute an advisory board, ensuring the efficient fulfillment by the Company's Board of Directors of its functions for the Company activities joint management.

1.3. The Committee is not the Company authority and shall not be entitled to act in behalf of the Company.

1.4. The Committee decisions serve as guidelines for the Company's Board of Directors.

1.5. The Committee shall act in accordance with these Regulations, disclosing the legal status, objective and tasks, rights, obligations, structure and composition of the Committee. The Committee in its activities should be governed by federal laws, other normative legal acts of the Russian Federation, the Articles of Association of the Company, the Regulations on the procedure of convening and arranging meetings of the Company's Board of Directors, by decisions of the Company's Board of Directors.

## **2. OBJECTIVES AND TASKS OF THE COMMITTEE**

2.1. The main objective of the Committee creation is:

2.1.1. Provision of activity openness and undiscriminated access to services on technological connection of consumers to the Company electric grids;

2.1.2. The Company business performance improvement at implementation of additional (unrated) services and providing profitability of additional (unrated) services of the Company, including the Concept "Digital Transformation 2030".

2.2. The Committee task is generation and submission of recommendations (statements) to the Company's Board of Directors under the following directions of activities of the Board of Directors:

2.2.1. Generation of offers on improvement of antitrust regulation legal framework and provision of undiscriminated access to services on technological connection of consumers to electric grids.

2.2.2. Generation of offers on improvement of the Company internal regulations and standards on provision of undiscriminated access to services on technological connection of consumers to electric grids.

2.2.3. Development of principles and criteria of the Company business performance review on technological connection of consumers to electric grids.

2.2.4. The Company business performance review on technological connection of consumers to electric grids.

2.2.5. The Company business performance review for increase of the electric grid development planning quality.

2.2.6. Analysis of the current situation in the Company, and preparation of offers to the Company's Board of Directors in the part of technological connection of consumers to electric grids and the grid prospective development.

2.2.7. Generation of offers on improvement of the Company internal regulations and standards for implementation of additional (unrated) services of the Company.

2.2.8. Generation of offers on optimization, improvement of service provision efficiency, enhancement of the list of unrated services and additional services for consumers on directing other kinds of activity with regard of the Concept "Digital Transformation 2030".

2.2.9. Generation of principles and criteria of the Company business performance review in development and implementation of additional services.

2.2.10. The Company business performance review in development and implementation of additional services.

2.2.11. Analysis of current situation across the Company and preparation of offers to the Company's Board of Directors in the part of development and implementation of additional (unrated) services, additional digital services for consumers.

### **3. COMPETENCE OF THE COMMITTEE**

3.1. The competence of the Committee includes the following issues:

3.1.1. Monitoring of the Company activities on issues of technological connection of consumers to public mains networks, including contractual work and general connection statistics with regard of individual groups of consumers.

3.1.2. Generation of offers on improvement of procedures, increase of transparency and reduction of terms for events on technological connection of consumers to the Company public mains networks.

3.1.3. Generation of recommendations on resolving the most problematic complaints and appeals received on issues of technological connection to the Company public mains networks.

3.1.4. Contribution to prevention and extinction of misuse in the field of technological connection to the Company electric grids.

3.1.5. Generation of offers on basic indicators impacting the efficiency of activities on technological connection and provision of indiscriminated access to services on technological connection of consumers to electric grids.

3.1.6. Analysis of the Company activity in terms of target programs implementation.

3.1.7. Generation of offers on issues of interaction with consumers and improvement of mechanisms of consideration of applications coming from consumers.

3.1.8. Analysis of the Company activity and generation of offers on issues of the electric mains development planning quality improvement.

3.1.9. Making suggestions on improvement of the Russian Government legal framework;

3.1.10. Analysis of the Company activity in development and implementation of additional services, including financial performance indicators of additional (unrated) services.

3.1.11. Generation of offers on improvement of the Company internal regulations and standards for implementation of additional (unrated) services of the Company.

3.1.12. Generation of offers on optimization, improvement of service provision efficiency, enhancement of the list of unrated services and additional services for consumers on directing other kinds of activity with regard of the Concept "Digital Transformation 2030".

3.1.13. Generation of principles and criteria of the Company business performance review in development and implementation of additional services.

3.1.14. The Company business performance review in technological connection and implementation of additional services.

3.1.15. Other issues by order of the Company's Board of Directors.

#### **4. RIGHTS OF THE COMMITTEE**

4.1. For implementation of the functions imposed, the Committee shall be granted the following rights:

- 1) conduct studies on issues included into its competence;
- 2) inquire and receive information and documents, required for carrying out its activities, from CEO and officials of the Company in accordance with the list approved by decision of the Committee, and inquire information from third-party organizations via the Chairperson of the Board of Directors or the Company CEO;
- 3) receive professional services from third-party organizations, or attract (including, on contractual basis) third parties as experts (consultants) with special knowledge on issues belonging to the Committee competency, within the Committee budget. Agreements with entities, engaged by the Committee for provision of consultancy services, shall be signed on the basis of the respective decision of the Committee by the Company authorized official on representation of the Chairperson of the Committee, or by the Chairperson of the Committee under the power of attorney issued by the Company executive authority;
- 4) invite the Company's employees and management, members of the other Committees the Company's Board of Directors, and other persons for participation in the Committee meetings in presentia;
- 5) if required, develop and submit for approval to the Company's Board of Directors draft amendments and supplements to these Regulations.

4.2. The Committee shall have the other rights, specified in these Regulations.

## **5. LIABILITIES OF THE COMMITTEE**

5.1. The Committee is obliged to:

- 1) perform tasks, imposed on the Committee, in good faith, and carry out its activities in accordance with these Regulations, requirements of the Russian legislation, the Articles of Association and internal documents of the Company;
- 2) provide to the Company's Board of Directors economically efficient and legally grounded recommendations (statements) on issues belonging to the Committee competence;
- 3) meet confidentiality requirements, not to disclose information on the Company that constitutes its trade and/or business secret.

## **6. COMPOSITION OF THE COMMITTEE AND THE PROCEDURE OF ITS FORMATION. RIGHTS AND OBLIGATIONS OF THE COMMITTEE MEMBERS**

6.1. Quantitative composition of the Committee shall be determined by decision of the Company's Board of Directors in the amount not exceeding 5 persons.

6.2. The Committee personal composition shall be elected by the Company's Board of Directors from candidates represented by the Company's Board of Directors.

6.3. Each member of the Company's Board of Directors shall be entitled to nominate not more than 3 (three) candidates to the members of the Committee.

6.4. Members of the Committee can be only physical entities. A member of the Committee may not be a member the Company's Board of Directors.

6.5. Offers of the members of the Company's Board of Directors on the candidacies for election to the Committee should be submitted to the Chairperson of the Company's Board of Directors in writing not later than in 5 (five) days before the date of the meeting of the Board of Directors (end of the feedback forms acceptance at the meeting in absentia), the agenda of which includes the issue of the Committee members election.

6.6. When nominating the candidates to the Committee, the offer on nominating the candidate(s) to the members of the Committee should be accompanied by the written consent of the nominated candidate and information on the candidate.

6.7. The offer on nominating the candidate(s) to the members of the Committee should contain the following data on the candidate:

- the candidate's full name;
- the candidate's education information;
- the candidate's place of employment and position at the time of offer sending.

The offer on nominating the candidate (candidates) to the members of the Committee shall be signed by the member the Company's Board of Directors, who submitted this offer.

6.8. At election of the Committee members, their education, occupational training, experience in the field of the Committee activities, and other special knowledge required for fulfillment of obligations by the members of the Committee, shall be taken into account.

6.9. The members of the Committee shall be elected in accordance with terms and conditions of these Regulations for the term before electing the next composition of the Committee.

6.10. Powers of any member of the Committee can be early terminated by decision of the Company's Board of Directors.

6.11. The Chairperson of the Committee, and members of the Committee may abnegate their powers by sending a written application to the Chairperson of the Company's Board of Directors and the Chairperson of the Committee.

6.12. In case if the Committee quantitative composition becomes less than the quorum for convening the Committee meetings, determined by the Regulations, the Chairperson of the Board of Directors must convene the unscheduled meeting of the Company's Board of Directors to elect the members of the Committee, or to include the issue on electing the members of the Committee into the agenda of the next scheduled meeting of the Company's Board of Directors.

6.13. In terms of the Committee competence, the members of the Committee shall be entitled to:

- 1) inquire documents and information, required for making decisions on issues of the Committee competence, from the Company CEO and Board. The inquiry shall be executed in writing against the signature of the Chairperson of the Committee;
- 2) make written proposals on forming the Business Plan of the Committee;
- 3) include issues into the agenda of the Committee meetings according to the procedure provided for by these Regulations;
- 4) require convening of the Committee meeting;
- 5) exercise the other powers provided for by the Regulations.

6.14. The members of the Committee are obliged to familiarize with materials before the Committee meeting, and choose their own position by each issue of the meeting agenda.

6.15. When exercising their rights and fulfilling their duties, members of the Committee shall act in the interests of the Company, exercise their rights and fulfill their obligations in respect of the Company reasonably and in good faith.

## **7. THE CHAIRPERSON OF THE COMMITTEE AND THE PROCEDURE OF THEIR ELECTION**

7.1. The Committee management and organization of its activity shall be carried out by the Chairperson of the Committee.

7.2. The Chairperson of the Committee shall be elected by majority of votes of the members of the Board of Directors, attending the meeting of the Board of Directors.

7.3. The Company's Board of Directors shall be entitled to re-elect the Chairperson of the Committee at any time.

7.4. If the Chairperson of the Committee is absent, their duties shall be performed by the Chairperson of the Committee. The Chairperson of the Committee shall be elected by the members of the Committee from their composition by majority of votes from total number of elected members of the Committee.

7.5. The Chairperson of the Committee shall:

- 1) convene the Committee meetings and chair them;
- 2) determine the form of conduct and approve the Committee meetings agenda;
- 3) determine the list of persons invited for participation in the Committee meeting in presentia. Invitation to the Committee meeting in presentia (consideration of separate issues of the meeting agenda) of the Company officials and/or employees shall be performed by sending the respective invitation to the Company CEO. The Company CEO is obliged to provide the participation of persons invited to the Committee meeting (consideration of separate issues of the meeting agenda) of the Company officials and/or employees, or the other persons having powers, information and qualification, required for the efficient participation in the Committee meeting (consideration of the meeting agenda issues, information provision, participation in discussion, decision making, etc.);
- 4) arrange keeping of minutes of the Committee meeting and sign minutes of the Committee meeting;
- 5) represent the Committee in interactions with the Company's Board of Directors, other Committees of the Board of Directors, the Company's executive authorities, the Auditor, the Company's Revision Committee, and other authorities and entities;
- 6) keep official correspondence in behalf of the Committee, sign inquiries, letters and documents on behalf of the Committee;
- 7) distribute duties between the members of the Committee;
- 8) develop the Committee business plan and submit the specified plan for approval to the Committee, control performance of decisions and business plans of the Committee;
- 9) in the course of the Committee activities, ensure conformity to the requirements of the Russian legislation, the Articles of Association of the Company, other internal documents of the Company and these Regulations;
- 10) perform other functions, provided for by the current legislation, the Articles of Association of the Company, these Regulations and other internal documents of the Company.

## **8. SECRETARY OF THE COMMITTEE**

8.1. Functions of the Secretary of the Committee shall be performed by the Corporate Secretary of the Company, unless the Committee resolves otherwise. In case if the Committee makes a decision to elect another person as a Secretary of the Committee, the Secretary of the Committee shall be elected by majority of votes from the total number of elected members of the Committee. In case if a candidate for the position is the Company employee, their candidacy shall be agreed with the Company CEO.

8.2. The Secretary of the Committee shall perform technical (information, document, minutes, secretary) provision of the Committee current activities, including:

- 1) ensure preparation and conduct of the Committee meetings;

- 2) performs collection and filing of materials for meetings;
- 3) provide prompt submission of notifications on the Committee meetings, the agenda, materials regarding the agenda issues and of the feedback forms to the Committee members and persons invited to take part in the Committee meeting;
- 4) perform organization and technical provision of voting on the Committee meeting;
- 5) ensure the Committee's interactions with the Company's Board of Directors, other Committees of the Board of Directors, the Company's executive authorities, the Auditor, the Company's Revision Committee, and other authorities and entities;
- 6) keep minutes of meeting, arrange preparation of the Committee draft decisions;
- 7) perform the accounting of correspondence addressed to the Committee and/or members of the Committee (including inquiries, requests solicitations), provide receipt of the required information by the Committee members;
- 8) perform distribution of documents, approved by the Committee;
- 9) ensure keeping minutes of the Committee meetings and other documents and materials related to the Committee activities in accordance with the documentation keeping procedures accepted in the Company;
- 10) execute orders of the Chairperson of the Committee within the powers of the Chairperson of the Committee;
- 11) perform other functions in accordance with the Regulations.

8.3. The Secretary of the Committee should be paid remuneration and should be reimbursed costs related to fulfillment of obligations by the Secretary.

Remuneration and costs related to fulfillment of obligations by the Secretary should be provided in the Company budget.

8.4. The agreement can be signed with the Secretary of the Committee for performance of the functions of the Secretary of the Committee.

The agreement with the Secretary of the Committee on behalf of the Company shall be signed by the Company CEO or a person authorized by the Board of the Company for determination of the terms and conditions of the agreement with the Secretary of the Committee.

Terms and conditions of agreement with the Secretary of the Committee, including the remuneration amount, shall be determined by the Board of the Company or a person authorized by the Board of the Company.

## **9. COMMITTEE MEETINGS**

9.1. The Committee meetings shall be held when necessary, but at least every quarter. The Committee decision shall be deemed legal (has the quorum) if at least one half of total number of the Committee members took part in its meeting.

9.2. The Committee meetings shall be convened by the Chairperson of the Committee in accordance with the business plan, approved at the Committee meeting (scheduled meetings), and in other cases, provided for by the Regulations (unscheduled meetings).



9.3. The Committee business plan shall be formed by the Chairperson of the Committee with regard of the approved business plan of the Company's Board of Directors and offers of the Chairperson of the Company's Board of Directors, the members of the Committee and decisions of the Company's Board of Directors.

9.4. The Committee business plan shall be approved at the Committee meeting.

9.5. When convening the meeting of the Committee, the Chairperson of the Committee shall determine the date, time and form of the meeting, the agenda, and the list of persons invited for participation in the Committee meeting in presentia.

9.6. The scheduled meeting agenda shall be formed by the Chairperson of the Committee in accordance with the approved Business Plan of the Committee, decisions of the Company's Board of Directors and offers of the Chairperson of the Board.

9.7. The members of the Committee shall have the right to make offers on forming the Committee scheduled meeting agenda.

9.8. The Chairperson of the Committee shall be entitled to include the offers received into the agenda of the scheduled meeting, or convene the unscheduled meeting of the Committee.

9.9. The Committee unscheduled meetings shall be held:

- in accordance with notification of the meeting of the Company's Board of Directors that was submitted by the Company Secretary, the agenda of which includes issue(s), classified by the Regulations as belonging to the Committee competency;

- at own initiative of the Chairperson of the Committee;

- by decision of the Company's Board of Directors or by decision of the Committee;

- at the request of the Chairperson of the Company's Board of Directors, the member of the Committee, the Company's Revision Committee and the Company Auditor.

9.10. The request of the Chairperson of the Company's Board of Directors, member of the Committee, the Company's Revision Committee and the Company Auditor on the Committee meeting convening shall be sent to the Chairperson of the Committee in writing not later than in 7 (seven) business days before the meeting date, and should contain the wording of an issue, the substantiation of the need to consider the issue at the meeting, the Committee draft decision, and accompanying materials and information.

The request on convening the Committee meeting should be signed by a person who sent the specified request (request of the Revision Committee on convening the Committee meeting shall be signed by the Chairperson of the Revision Committee, the Company Auditor's request shall be signed by the Auditor's authorized person). At the same time, the copy of the request on convening the Committee meeting with all annexes should be sent to the Secretary of the Committee.

9.11. Within 1 (one) business day from the date of receiving a request on convening the unscheduled meeting, the Chairperson of the Committee shall adopt a decision on arranging the unscheduled meeting of the Committee, determine the date, time, and place of the Committee meeting (date and time of feedback form acceptance

expiration at absent vote), or shall adopt a decision on refusal in convening of the unscheduled meeting of the Committee. The substantiated decision on refusal on convening the unscheduled meeting of the Committee shall be sent to the Company person or authority, who/that requests the convening of such meeting, not later than the day following the day when the Chairperson of the Committee made a decision to refuse the convening of the meeting.

9.12. Decision of the Chairperson of the Committee on refusal in convening the unscheduled meeting of the Committee may be adopted in the following cases:

- 1) issue(s), offered for inclusion into the Committee meeting agenda, are classified by the Regulations as belonging to the Committee competency;
- 2) an issue included into the request on convening the unscheduled meeting of the Committee, is already included into the agenda of the next meeting, convened in accordance with the decision of the Chairperson of the Committee, adopted before the above request receipt;
- 3) form, procedure, and terms of setting the claim on convening the meeting, established by clause 9.10 of the Regulations, were not followed.

9.13. The Chairperson of the Committee shall have the right to include issues, contained in the request to convene the unscheduled meeting of the Committee into the agenda of the next scheduled meeting of the Committee.

9.14. Notification on the Committee meeting should contain the meeting agenda, the meeting form, date, place, and time (expiration of date and time of feedback form acceptance for voting regarding the agenda issues of the meeting). The notification on the meeting arrangement shall be executed by the Secretary of the Committee and signed by the Chairperson of the Committee or the Deputy Chairperson of the Committee (in cases provided by these Regulations). The notification should be sent to the members of the Committee and persons, invited for participation in the Committee meeting in presentia, not later than in 5 (five) business days before the Committee meeting date (dates of the end of the feedback forms acceptance at the meeting in absentia). Materials and information regarding the agenda issues shall be sent to the members of the Committee and persons invited for participation in the meeting of the Committee in presentia, not later than within 3 (three) business days before the meeting date (date of the end of the feedback forms acceptance at the meeting in absentia), including decisions (recommendations) of the Company Board in cases, established by clause 9.18. these Regulations.

Materials regarding the agenda issues of the Committee meeting should always include draft decisions on these issues. Execution of draft decisions (their preparation) shall be organized by the Chairperson of the Committee, except for cases of consideration of issues by the Committee by request of persons specified in 9.9. of the Regulations.

Persons invited for participation in the meeting in presentia of the Committee, shall be sent materials on those issues of the Committee meeting agenda, the discussion of which they are expected to take part in.

9.15. Notification on the conduct of the Committee meeting and materials (information) regarding the agenda issues may be submitted (sent) to the members of the Committee and persons, invited for participation in the Committee meeting in presentia, in person, by fax, or by e-mail.

9.16. In case when issues brought to the unscheduled Committee meetings are urgent, terms of convening the unscheduled meeting and sending materials regarding the agenda issues of such meeting can be reduced by decision of the Chairperson of the Committee.

At the Committee meeting, held in the form of physical meeting, issues not included into the meeting agenda can be considered by consent of all the attending Committee members.

9.17. When receiving the notification of the meeting of the Company's Board of Directors from the Company Secretary, the agenda of which includes issues classified by the Regulations as belonging to the Committee competence, the Chairperson of the Committee should make all efforts to ensure prompt arrangement of the Committee meetings for generating recommendations (decisions) on the specified agenda issues of the meeting of the Company's Board of Directors and their direction to the Company's Board of Directors in accordance with the approved Regulations on the procedure of convening and arrangement of meetings of the Company's Board of Directors.

9.18. Upon receipt of the notification on meeting of the Company's Board of Directors, the agenda of which contains issues qualified by the Regulations as belonging to the Committee competence and, in accordance with the Regulations of the Company Board, subject to preliminary consideration by the Company Board, from the Company Secretary, the Committee meeting on such issues should be held following their preliminary consideration on the Company Board meeting. In this case, the respective decisions (recommendations) of the Management should be submitted to the Committee members by the Committee meeting.

The above shall not apply to cases when terms of conduct of the specified Board meeting and submission to the Committee of adopted decisions (recommendations), established by the Regulations of the Company Board, were not followed.

## **10. PROCEDURE OF CONDUCTING THE COMMITTEE MEETINGS**

10.1. The Committee meetings may be held in the form of physical meeting of the Committee members (meeting in presentia) or in the form of voting in absentia regarding the meeting agenda issues (meeting in absentia).

10.2. The Committee meeting in presentia shall be opened by the Chairperson of the meeting, the Chairperson of the Committee, and, if absent, by the Deputy Chairperson.

10.2.1. Members of the Committee, and invited persons shall participate in the Committee meeting in presentia.

10.2.2. The Secretary of the Committee shall determine the presence of a quorum for carrying out the Committee meeting in presentia.

The Chairperson of the meeting in presentia shall inform the attendees on the presence of a quorum for carrying out the Committee meeting, and shall read the agenda of the meeting.

10.2.3. At the quorum absence, the meeting shall be announced preterlegal. At this, the Chairperson of the meeting shall adopt one of the following decisions:

- 1) the time of the meeting start transfer shall be specified in consultations with persons attending the meeting;
- 2) determine the repeat meeting date with the same agenda;
- 3) include the issues that should have been considered at the cancelled meeting of the Committee, into the agenda of the next scheduled meeting of the Committee.

10.2.4. The Committee meeting in presentia is legal (has the quorum) in case if at least one half of the elected Committee members are present at the meeting.

10.2.5. When determining the voting results on issues included into the agenda of the Committee meeting in presentia, written opinions of the members of the Committee, absent at the Committee meeting, executed and received according to the procedure provided for by these Regulations, should be taken into account.

10.2.6. Written opinions of the members of the Committee, absent at the Committee meeting in presentia, should be executed solely by filling in the feedback form for voting regarding the agenda issues.

10.2.7. On the day of the Committee meeting in presentia, the Secretary of the Committee shall execute the feedback form, based on discussion of the agenda issues and voting of attendees on the Committee meeting, in accordance with Annex 1 to the Regulations, signed by the Chairperson of the Committee, and shall send it as a hard copy, by e-mail or by fax to members of the Committee, who were absent at the meeting.

10.2.8. When filling in the feedback form by the member of the Committee on each issue submitted for voting, only one of possible voting option shall be left not crossed out (“for”, “against” or “abstained”).

The completed feedback form should be signed by the member of the Committee with his/her last name and initials specified.

The filled in and signed feedback form should be submitted by the Member of the Committee to the Secretary of the Committee not later than on the next day after carrying out the Committee meeting, in the original copy, by e-mail or by fax with the further sending of the original feedback form copy to the address, specified in the feedback form.

10.2.9. The feedback form, filled in with breach of requirements specified in the first paragraph of subclause 10.2.8. of these Regulations, should be omitted at vote counting in the respective issue part.

The unsigned feedback form, and the feedback form, submitted with breach of terms specified in subclause 10.2.8. of the Regulations, shall be deemed invalid, shall not be taken into account at vote counting and tally of votes.

10.2.10. Voting results regarding the agenda issues of the Committee meeting in presentia shall be determined (carried out) based on the results of voting of the

Committee members, present at the meeting in presentia, feedback forms, completed and signed by the members of the Committee, received by the Secretary of the Committee in due term. The voting results should be determined upon the expiration of feedback form acceptance terms.

10.3. The decision on conducting the Committee meeting as absent vote shall be made by the Chairperson of the Committee.

10.3.1. When conducting the meeting as absent vote, the members of the Committee shall be entitled to submit their offers and (or) remarks to the offered draft decisions of the Committee regarding the agenda issues.

10.3.2. The feedback form for the meeting in absentia, in accordance with the Annex 2 to the Regulations, shall be sent to the members of the Committee not later than within 1 (one) business day before the end of the feedback forms acceptance, specified in the notification on the meeting in absentia conduct.

10.3.3. When filling in the feedback form for voting in absentia by the member of the Committee on each issue submitted for voting, only one of possible voting option shall be left not crossed out (“for”, “against” or “abstained”).

The completed feedback form should be signed by the member of the Committee with his/her last name and initials specified.

The filled in and signed feedback form should be submitted by the Member of the Committee to the Secretary of the Committee not later than on the date and time of the end of receipt of the feedback forms, specified in the feedback form, in the original copy, by e-mail or by fax with the further sending of the original feedback form copy to the address, specified in the feedback form.

10.3.4. The feedback form, filled in with breach of requirements specified in the first paragraph of subclause 10.3.3. of these Regulations, should be omitted at vote counting in the respective issue part.

The unsigned feedback form, and the feedback form, submitted with breach of terms specified in subclause 10.3.3. of the Regulations, shall be deemed invalid, shall not participate in definition of the quorum required for decision by absent vote, shall not be taken into account at vote counting and tally of votes.

10.3.5. The Committee meeting in absentia is legal (has the quorum) in case if at least one half of the elected Committee members took part in the meeting.

10.3.6. The members of the Committee, whose feedback forms were received by the Secretary of the Committee not later than date and time of the end of the feedback forms acceptance, shall be deemed the members who took part in the meeting in absentia.

10.4. Decisions on the Committee meeting shall be made by simple majority of votes of the elected members of the Committee.

10.5. At issues resolution at the meeting, each member of the Committee shall have one vote. In case of tie vote, the vote of the Chairperson of the Committee shall be deciding.

Neither member of the Committee shall transfer their vote to the other member of the Committee or person.

10.6. Not later than 2 (two) business days after the Committee meeting conduct, the Secretary of the Committee shall execute the minutes of the meeting.

10.7. The minutes of the Committee meeting shall be signed by the Chairperson of the meeting and the Secretary of the Committee. The minutes shall be executed in two original copies, one copy to be sent by the Secretary of the Committee to the Company's Board of Directors with the enclosed materials and recommendations, prepared for it, within 1 (one) business day upon signing, and the second to be kept in the Committee archive. All members of the Committee should be sent copies of the minutes, prepared materials and recommendations.

10.8. The Chairperson of the meeting and the Secretary of the Committee shall be held liable for correct execution of the Minutes. The Secretary of the Committee shall be responsible for storage of the minutes of meeting, feedback forms, materials, and recommendations.

10.9. The minutes of the Committee meeting shall specify:

- meeting format;
- date, place and time of the meeting (date and time of the feedback form acceptance end);
- the list of members of the Committee, who took part in consideration of the issues of the agenda with the voting form specification (in presentia, or by feedback form), and the list of other persons who were present at the meeting in presentia;
- agenda;
- offers of the Committee members regarding the agenda issues;
- issues brought for voting, voting results by them, with the specified nature of voting of each member of the Committee;
- decisions made.

10.10. By wish of the member of the Committee, the Minutes of the Committee meeting may be accompanied by summary of their opinion regarding the agenda issues of the Committee meeting. Such opinion shall be prepared by the member of the Committee and delivered to the Secretary of the Committee.

## **11. INTERACTION WITH THE COMPANY AUTHORITIES AND OTHER PERSONS**

11.1. When fulfilling its obligations, the Committee shall maintain efficient labor relations with management and control authorities, structural subdivisions of the Company, other organizations and persons.

11.2. The Chairperson and the Secretary of the Committee are obliged to ensure information, technical, and coordinated interaction of the Committee with the Board of Directors, with executive and control authorities, structural subdivisions of the Company, and other Committees of the Company's Board of Directors.

11.3. The Company CEO and the Company Management, under the inquiry signed by the Chairperson of the Committee, are obliged to provide information and materials, required for the members of the Committee to adopt decisions on issues of the Committee competence.

The information and materials specified should be submitted within the term not later than 3 (three) business days since the inquiry receipt date, unless the longer term is specified in the inquiry.

In case of providing incomplete or false information (materials), the members of the Committee shall be entitled to request additional information (materials).

11.4. The Chairperson of the Committee shall submit to the Company's Board of Directors recommendations (conclusions), prepared (generated) by the Committee, with the simultaneous provision of copies of the specified recommendations (conclusions) to the Company CEO.

## **12. CONFIDENTIALITY**

12.1. Throughout the performance of obligations of the Committee members, and during one year upon the expiration of powers in the Committee, persons who are (were) members of the Committee, the Secretary of the Committee and the third parties, engaged into work in the Committee, are obliged to follow the confidentiality requirements concerning information which is not public and which was obtained by them in connection with their activity in the Company. The notion of information that is not public applied to the Company activities, and its composition shall be established by decision of the authorized Company Board authority.

12.2. Members of the Committee, the Secretary of the Committee and third parties, engaged in work in the Committee, shall have the right to obtain the specified information provided that they enter into the agreement with the Company on the use of the specified information.

12.3. All documents, related to the Committee activities, should be kept at the Company location in accordance with the procedure of documentation keeping, established in the Company. The Secretary of the Committee shall be a person responsible for keeping the specified documents.

## **13. PROVISION OF THE COMMITTEE ACTIVITIES**

13.1. To provide the Committee operation when forming the common budget expenditure side, the separate cost item shall be provided. In particular, the Committee expenses shall include remunerations and reimbursements of the Chairperson, the Committee members, and the Secretary of the Committee, costs for involving third-party consultants, costs for administrative staff maintenance, and other costs.

13.2. By decision of the Company's Board of Directors, the members of the Committee may be paid remunerations and reimbursed costs related to fulfillment of their obligations. The amount of such remunerations and reimbursements, the procedure and terms of their payment shall be established by the separate decision of the Company's Board of Directors.

13.3. The offer on the Committee budget volume (with item-by-item information disclosure) shall be formed on the Committee meeting and sent to the Company's Board of Directors.

The Committee draft budget should be accompanied by the Statement of the Company CEO on the possibility of financing the provided budget in scheduled volumes in terms of carrying out the Company's economic activity according to the respective scheduled term.

13.4. For the purposes to hold meetings of the Committee, the Company CEO, under the solicitation of the Chairperson of the Committee, is obliged to provide the Committee with premises, provide free access of persons, the list of which is specified in the stated solicitation, to it, and implement other measures for conducting the meeting of the Committee.

## **14. FINAL PROVISIONS**

14.1. The Company's Board of Directors shall have the right to demand from the Committee the report on the Committee current activity at any time. Terms of such report preparation and submission shall be determined by the decision of the Board of Directors.

14.2. The Chairperson of the Committee shall be entitled to provide to the Company's Board of Directors individual reports on issues within the Committee competence.

14.3. Information on separate decisions of the Committee shall be published on the Company Website. The need to publish information shall be determined by the Chairperson of the Company's Board of Directors.

14.4. Information on the Committee operation shall be included into the Company annual report.

14.5. The Regulations, and all amendments and supplements to it, shall be approved by the Company's Board of Directors.

14.6. Issues not settled by these Regulations shall be governed by the Articles of Association of the Company, the Regulations on the procedure of convening and arrangement of meetings of the Company's Board of Directors and other internal documents of the Company, by the current legislation and decisions of the Company's Board of Directors.

14.7. If, due to changes in legislation or regulatory acts of the Russian Federation, the individual articles of these Regulations come into conflict with it, these articles shall become null and void, and the Committee members shall be governed by the legislation and regulatory acts of the Russian Federation before the Regulations are amended.



**THE COMMITTEE ON TECHNOLOGICAL CONNECTION TO ELECTRIC GRIDS OF  
THE BOARD OF DIRECTORS  
OF PUBLIC JOINT-STOCK COMPANY  
"INTERREGIONAL DISTRIBUTION GRID COMPANY OF THE SOUTH"**

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**FEEDBACK FORM**  
for voting regarding the agenda issues of the meeting in presentia  
of the Committee for Technological Connection to Electric Grids  
of the Board of Directors "IDGC South" PJSC,  
held on "\_\_\_" \_\_\_\_\_ 20\_\_

**QUESTION NO. 1:** \_\_\_\_\_  
**DECISION:**

\_\_\_\_\_  
\_\_\_\_\_

<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
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*(please leave your answer option not crossed out)*

**QUESTION NO. 2:** \_\_\_\_\_  
**DECISION:**

\_\_\_\_\_  
\_\_\_\_\_

<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
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*(please leave your answer option not crossed out)*

**Member of the Committee** \_\_\_\_\_ / \_\_\_\_\_  
(signature) (Full name)

**The Chairperson of the Committee** \_\_\_\_\_ / \_\_\_\_\_  
(signature) (Full name)

**The feedback form is not valid if not signed by the member and the Chairperson of the  
Committee of Directors!**

The scan copy of the filled in and signed feedback form shall be sent to \_\_\_\_\_ or by tel./fax to \_\_\_\_\_ **not later than on \_\_\_ hours and 00 minutes "\_\_\_" \_\_\_\_\_ 20\_\_.**

The feedback form, that was sent to the Company after the feedback form acceptance date and time expiration, shall be deemed invalid, shall not participate in the quorum definition and shall not be taken into account when determining the voting results.

Please send the original feedback form to: \_\_\_\_\_.

