



ITEM No. 3  
ON DISTRIBUTION OF PROFITS (INCLUDING THE  
PAYMENT (DECLARATION) OF DIVIDENDS) AND  
LOSSES OF ROSSETI CENTRE, PJSC BASED ON THE  
RESULTS OF 2025

18 June 2026



ITEM NO. 3 «ON DISTRIBUTION OF PROFITS (INCLUDING THE PAYMENT (DECLARATION) OF DIVIDENDS) AND LOSSES OF ROSSETI CENTRE, PJSC BASED ON THE RESULTS OF 2025»

**Explanatory information on the item (justification of the proposed distribution of net profit and an assessment of its compliance with the dividend policy adopted in Rosseti Centre, including information on corporate actions that resulted in a deterioration in the dividend rights of shareholders and/or dilution of their shares, as well as on court decisions that established the facts of shareholders using methods of obtaining income other than dividends and liquidation value at the expense of Rosseti Centre)**

In accordance with Federal Law dated 26.12.1995 № 208-FZ “On Joint-Stock Companies”, the agenda of the annual meeting of the General Meeting of Shareholders of the Company should include questions on the distribution of profits (including the payment (declaration) of dividends) based on the results of the reporting year, and on the record date on which the persons entitled to receive dividends are determined.

These decisions are made by the shareholders’ meeting only on the recommendation of the Board of Directors of the Company.

Based on the results of operations of Rosseti Centre, PJSC in 2025, the Company received a net profit under RAS in the amount of RUB 10,155,773 thousand. Net profit of Rosseti Centre, PJSC based on the results of operations in 2025 under IFRS amounted to RUB 11,602,389 thousand.

At the end of the reporting period, the size of the Company’s Reserve Fund was fully formed and amounted to RUB 211,090 thousand, which corresponds to the standard level (5% of the Company’s authorized capital). Thus, according to the results of 2025, no additional funds are directed to the Company’s Reserve Fund.

Furthermore, given the Russian Federation’s ongoing Special Military Operation, power grid facilities of Rosseti Centre, PJSC in border and other affected regions are exposed to increased risks, and the company is operating under unpredictable production and key financial and economic indicators. Due to the high risk of unexpected expenses (lost revenue), it is proposed as decided by the General Meeting of Shareholders to establish a special reserve from the Company’s net profit, the use of which will be subject to a separate resolution of the Company’s Board of Directors.

As part of increasing the investment case of Rosseti Centre, PJSC, respecting the rights and legitimate interests of the Company’s shareholders, taking into account factors that affect the specific amount of net profit allocated to dividends, as well as taking into account the Regulation on the dividend policy of IDGC of Centre, PJSC, approved by the Board Directors of the Company on 2 February 2018 (Minutes No. 03/18), as amended on 10 August 2018 (Minutes No. 27/18), the Board of Directors of the Company recommended that the General Meeting of Shareholders of the Company distribute the net profit of Rosseti Centre, PJSC according to RAS based on the results of the 2025 reporting year as follows:

- for the formation of the Special Reserve – RUB 2,300,000 thousand;
- for development, including financing of the Company’s investment projects aimed at ensuring reliable power supply to consumers in the regions of the company’s presence – RUB 6,230,382 thousand;
- for payment of dividends – RUB 1,625,391 thousand.

The source of payment of annual dividends is the profit of the Company after taxation (net profit), determined according to the data of the financial statements of the Company, drawn up in accordance with the requirements of the legislation of the Russian Federation.

The indicators used in the procedure for calculating dividends in accordance with the Dividend Policy of Rosseti Centre, PJSC (Minutes of 02.02.2018 No. 03/18), taking into account the amendments of 10.08.2018 (Minutes No. 27/18)	Calculation of dividend payments, RUB thous.	
	under RAS	under IFRS
Net profit of the joint stock company, determined according to the financial statements data	10 155 773	11 602 389
(-) income and expenses related to the revaluation of shares of joint stock companies traded on the securities market and income tax related to them	-22 680	X
(-) actual investments made at the expense of the net profit from electricity transmission, but not more than the amount provided for in the investment program approved by the Ministry of Energy of Russia	3 754 030	3 754 030
(-) the share of the net profit received from connection to electric grids, with the exception of actually received funds from the sale of grid connection services excluding VAT (but not more than the net profit received from grid connection activities)	0	0
(-) excess of depreciation of fixed assets and intangible assets of the current period, used to finance the investment program, according to RAS over depreciation of fixed assets and intangible assets according to IFRS	X	0
The net profit of the joint stock company used to calculate the dividends:	6 424 423	7 848 359
Profit for the formation of the Special Reserve	2 300 000	2 300 000
The amount allocated for the payment of dividends is at least 50 percent of the net profit of the joint stock company used to calculate dividends, with the exception of the profit directed towards the formation of the Special Reserve	x 0,5 - 2 300 000	x 0,5 - 2 300 000
	= 912 211	= 1 624 180
<b>The amount of dividends (the larger of the two possible: according to RAS or according to IFRS)</b>		
Number of placed ordinary shares, pcs.	42 217 941 468	
Amount of dividends per 1 ordinary share, RUB	0,0385	
<b>Total amount of dividends (taking into account the amount of dividends per 1 share)</b>	<b>1 625 391</b>	

## ITEM NO. 3 «ON DISTRIBUTION OF PROFITS (INCLUDING THE PAYMENT (DECLARATION) OF DIVIDENDS) AND LOSSES OF ROSSETI CENTRE, PJSC BASED ON THE RESULTS OF 2025»



Public Joint stock company  
«Rosseti Centre»

### EXTRACT FROM MINUTES of the Board of Directors of Public Joint stock company «Rosseti Centre» (Rosseti Centre, PJSC)

«22» May 2026 Moscow No. 16/26

Method of decision-making: absentee voting.

Date and time for accepting written votes: 18.00 hours «22» May 2026.

Total number of members of the Board of Directors: 11 persons.

Persons who took part in the absentee voting: M.S. Agafonov, A.G. Aleshin, E.V. Andreeva, M.A. Dokuchaeva, V.Y. Zarkhin, K.Y. Kravchenko, E.V. Lyapunov, A.V. Morozov, S.S. Pikin, A.V. Shevchuk, B.B. Ebzeev.

Persons who did not take part in the absentee voting: none.

Quorum: present.

Date of drawing up the Minutes: 22.05.2026.

Details of the person who signed the Minutes: Lyapunov Evgeny Viktorovich - Chairman of the Board of Directors of Rosseti Centre, PJSC.

AGENDA ITEMS NOT PUT TO VOTE: none.

ITEM 1. On recommendations to the General Meeting of Shareholders of Rosseti Centre, PJSC on the distribution of profits (including the payment (declaration) of dividends) and losses, based on the results of 2025.

THEY DECIDED:

1. To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC approve the following distribution of the profit of Rosseti Centre, PJSC received based on the results of 2025:

Name of the indicator	Amount (thous. RUB)
Retained earnings (uncovered loss) for the reporting period:	10 155 773
To be distributed to: Reserve Fund	0
Dividends	1 625 391
Repayment of losses of previous years	0
Profit for development	6 230 382
Special reserve	2 300 000

2. To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC take the following decision:

«1. To pay dividends on ordinary shares of Rosseti Centre, PJSC following the results of 2025 in the amount of RUB 0.0385 per ordinary share of Rosseti Centre, PJSC in cash.

The dividend payment period to a nominal holder and a beneficial owner being a professional securities market participant is no more than 10 working days, to other registered shareholders - 25 working days from the record date of the list of persons entitled to receive dividends.

2. To define the record date of the list of persons entitled to receive dividends on the ordinary shares of Rosseti Centre, PJSC following the results of 2025 as «02» July 2026».

DECISION IS TAKEN.

Appendices: The dissenting opinions from the members of the Board of Directors of the Company, V.Y. Zarkhin and A.V. Shevchuk (Appendices ## 5-6).

Minutes signed by:

Chairperson of the Board of Directors  
Corporate Secretary

E.V. Lyapunov  
S.V. Lapinskaya

Extract is correct:  
Corporate Secretary  
of Rosseti Centre, PJSC  
22.05.2026

S.V. Lapinskaya

When resolving the issue of recommending to the General Meeting of Shareholders on the amount of dividends on shares, the Board of Directors of the Company took into account the norms of the Regulation on the dividend policy of the Company, as well as the financial results of the Company's activities.

At the same time, the specific amount of funds allocated for dividends depends on the degree of influence of the factors defined in the Company's Regulation on the Dividend Policy:

- availability of net profit, determined according to financial statements, compiled in accordance with RAS, based on results of the reporting period;

- availability of net profit, determined according to financial statements, compiled in accordance with RAS, based on results of the reporting period, excluding income and expenses associated with revaluation of shares of subsidiaries circulating on the securities market.

In accordance with the procedure for calculating dividend payments set out in the Regulation on the Dividend Policy of Rosseti Centre, PJSC, the amount of dividend payments on the Company's ordinary shares for 2025 is RUB 1,625,391 thousand.

The number of outstanding ordinary shares of the Company is 42,217,941,468, therefore, the estimated amount of dividends per share (taking into account rounding to four decimal places) is RUB 0.0385. The dividend yield on the Company's shares will be 5.88%\*.

The Company confirms that on the day of the decision to pay dividends and on the day of payment of dividends, the Company will not meet the signs of insolvency (bankruptcy) and the indicated signs will not appear in the Company as a result of the payment of dividends in the amount recommended by the Board of Directors, and the net asset value of the Company will not be less than its authorized capital and the Reserve Fund and will not become less than their size as a result of the decision of the General Meeting of Shareholders to pay (declare) dividends\*\*.

There is no information on corporate actions that resulted in the deterioration of the dividend rights of shareholders and (or) the dilution of their shares, as well as on court decisions that established facts of use by the shareholders of methods other than dividends and liquidation value to receive income at the expense of the Company.

The term for paying dividends to shareholders depends on the date on which the persons entitled to receive them are recorded. Such a date cannot be set earlier than 10 days from the date of adoption by the General Meeting of Shareholders of a decision on the payment of dividends and later than 20 days from the date of such a decision. Thus, the date on which the persons entitled to receive dividends are determined is proposed to be 02 July 2026.

The term for payment of dividends to a nominal holder and a trustee who are registered in the register of shareholders should not exceed 10 business days from the date on which the persons entitled to receive dividends are recorded.

Payment of dividends to persons entitled to receive them, registered in the register of shareholders, is carried out no later than 25 business days from the date on which the persons entitled to receive dividends are recorded.

\* The dividend yield on shares is calculated by the Company as the ratio of dividends paid per share and the median value of the market prices of this share for the reporting year. The amount of annual dividends is determined as the sum of accrued dividends for the first quarter, half a year, nine months and the corresponding year. The market price of shares is determined for the year based on the results of trading on PJSC Moscow Exchange according to the website <http://moex.com/> or an information terminal broadcasting exchange quotes.

\*\* The net asset value of Rosseti Centre, PJSC as of 31.12.2025 is RUB 72,369,612 thousand, and the value of the authorized capital is RUB 4,221,794 thousand. Thus, the net asset value of the Company exceeds the value of the authorized capital of the Company by RUB 68,147,818 thousand.

**Draft resolution on item № 3**

1. To approve the following distribution of the profit of Rosseti Centre, PJSC received based on the results of 2025:

Name of the indicator	Amount (thous. RUB)
<b>Retained earnings (uncovered loss) for the reporting period:</b>	<b>10 155 773</b>
To be distributed to: Reserve fund	0
Dividends	<b>1 625 391</b>
Repayment of losses of previous years	0
Profit for development	<b>6 230 382</b>
Special reserve	2 300 000

2. To pay dividends on ordinary shares of Rosseti Centre, PJSC following the results of 2025 in the amount of RUB 0.0385 per ordinary share of Rosseti Centre, PJSC in cash. The dividend payment period to a nominal holder and a beneficial owner being a professional securities market participant is no more than 10 working days, to other registered shareholders - 25 working days from the record date of the list of persons entitled to receive dividends.

To define the record date of the list of persons entitled to receive dividends on the ordinary shares of Rosseti Centre, PJSC following the results of 2025 as «02» July 2026.