

APPROVED

by the Resolution of the General Meeting
of Shareholders of Rosseti Centre, PJSC

dated __.__.2026 (Minutes # _____ of __.__.2026)

REGULATION

**on the payment of remuneration and compensation
to members of the Board of Directors
of Public Joint stock company «Rosseti Centre»**

Moscow

2026

1. This Regulation on the payment of remuneration and compensation to members of the Board of Directors of Rosseti Centre, PJSC (hereinafter referred to as the Regulation) developed in accordance with the Federal Law "On Joint-Stock Companies" and is an internal document of Public Joint stock company «Rosseti Centre» (hereinafter referred to as the Company), establishing the amount and procedure for paying remuneration and compensation to members of the Board of Directors of Rosseti Centre, PJSC.

2. Payment of remuneration is produced by the Company in the monetary form.

3. This Regulation does not cover members of the Board of Directors of the Company who are simultaneously members of a joint executive body of the Company or chief executive officer (general director) of the Company.

4. Remuneration to the Chairman and members of the Board of Directors of the Company, being persons in which relation the federal law provides restriction or prohibition on receipt of any payments from commercial organisations, is not accrued and not paid.

5. Payment of remunerations.

5.1. Payment of remuneration to a member of the Board of Directors of the Company is produced for the period from the date of election of a candidate to the Board of Directors of the Company to the date of termination of the powers of the member of the Board of Directors of the Company.

5.2. Remuneration to each member of the Board of Directors is paid quarterly.

5.3. Amount of quarterly remuneration for participation in meetings of the Board of Directors of the Company (hereinafter referred to as the meeting) and absentee voting for the adoption of decisions by the Board of Directors of the Company (hereinafter referred to as the absentee voting) of each member of the Board of Directors of the Company is calculated taking into account the total number of meetings held and/or absentee voting of the Board of Directors of the Company for the reporting quarter and the number of meetings and/or absentee voting in which the member of the Board of Directors of the Company participated, according to the formula:

$$S(1) = R_{base}/4 \times 100/130 \left(\frac{n}{m} \right), \text{ where}$$

S(1) – the amount of quarterly remuneration for participation in a meeting and/or absentee voting of the Board of Directors of the Company;

R_{base} – the base unit of yearly remuneration determined in an order, established in item 5.4. of this Regulation.

n – the number of meetings and/or absentee voting of the Board of Directors of the Company (regardless of the method of decision-making) in which a member of the Board of Directors of the Company participated in the reporting quarter;

m – the total number of meetings and/or absentee voting of the Board of Directors of the Company (regardless of the method of decision-making) in the reporting quarter.

5.4. The size of a base unit of yearly remuneration (R_{base}) is established proceeding from the calculated value, which is determined as the sum of the Company's revenue and EBITDA in a ratio of 60/40, calculated in accordance with the Company's RAS for the last completed year preceding the election of the Company's Board of Directors, and constitutes:

Calculated value (Revenue 60%/ EBITDA 40 %)	Rbase
over 150 billion RUB	3 300 000 RUB
over 110 billion RUB	3 000 000 RUB
over 60 billion RUB	2 700 000 RUB
over 20 billion RUB	2 200 000 RUB
less than 20 billion RUB	1 600 000 RUB

5.5. The remuneration specified in point 5.3 of this Regulation, is paid within 30 (Thirty) calendar days after the end of the reporting quarter.

5.6. In addition to the remuneration specified in point 5.3. of this Regulation, the following allowances are established:

30% from S(1) - to the Chairman of the Board of Directors of the Company;

20% from S(1) - to the Chairman of a specialized committee of the Company's Board of Directors;

10% from S(1) - for membership in a specialized committee of the Company's Board of Directors.

5.7. Allowances for chairmanship and/or membership in a specialized committee of the Board of Directors of the Company shall not be paid if no meetings and/or absentee voting of the committee were held during the reporting quarter.

5.8. For the purposes of this Regulation, for determining the amount of remuneration and compensation for members of the Board of Directors of the Company, the reporting quarter shall be understood to mean the next calendar quarter (from the moment of election of the personal composition of the Board of Directors of the Company at the annual meeting of the General Meeting of Shareholders of the Company until the moment of holding the subsequent annual meeting of the General Meeting of Shareholders of the Company).

5.9. The general rate of quarterly remuneration, specified in point 5.3. of this Regulation, taking into account the allowances specified in point 5.6. of this Regulation, cannot exceed $\frac{1}{4}$ of the Rbase.

5.10. Remuneration is not paid if a member of the Board of Directors of the Company did not participate in more than 50% of the meetings and/or absentee voting held in the reporting quarter.

5.11. A member of the Board of Directors of the Company can refuse receipt of the remuneration provided by this Regulation by sending a corresponding application addressed to chief executive officer (general director) of the Company.

6. Payment of compensations.

6.1. A member of the Board of Directors of the Company shall be reimbursed for expenses related to participation in meetings of the Board of Directors of the Company, a specialized committee of the Board of Directors of the Company, meetings of general meetings of shareholders of the Company, according to the standards for reimbursement of travel expenses in effect at the time of the meeting, established for senior managers of the Company.

6.2. Payment of compensations is produced by the Company within 3 (Three) working days after representation of the documents confirming expenses made.

7. Remuneration is paid at the expense of profits from unregulated activities.