

**MINUTES**  
of the meeting of the Board of Directors of Rosseti Centre, PJSC  
(in the form of absent voting)

«26» November 2024

Moscow

No. 52/24

Form of the meeting: **absent voting.**

Total number of members of the Board of Directors: **11 people.**

Participants of the voting: **M.S. Agafonov, E.V. Andreeva, M.A. Dokuchaeva, V.Y. Zarkhin, Y.A. Leshchevskaya, E.V. Lyapunov, I.V. Makovskiy, A.V. Morozov, S.S. Pikin, A.A. Polinov, A.V. Shevchuk.**

Members who did not provide questionnaires: **none.**

The quorum **is present.**

Date of the minutes: **28.11.2024.**

**AGENDA:**

1. On consideration of the report of General Director of Rosseti Centre, PJSC on implementation of the decisions in 3Q 2024 taken at the meetings of the Board of Directors of Rosseti Centre, PJSC.
2. On approval of the Policy on managing a conflict of interest and a corporate conflict in Rosseti Centre, PJSC.
3. On coordination of holding positions in management bodies of other organizations by a member of the Management Board of the Company.

**Item 1. On consideration of the report of General Director of Rosseti Centre, PJSC on implementation of the decisions in 3Q 2024 taken at the meetings of the Board of Directors of Rosseti Centre, PJSC.**

**Decision:**

1. To take into consideration the report of General Director of Rosseti Centre, PJSC on implementation of the decisions in 3Q 2024 taken at the meetings of the Board of Directors of Rosseti Centre, PJSC in accordance with Appendices ## 1-2 to this decision of the Board of Directors of the Company.
2. To recognize as invalid:
  - para. 2 of the decision of the Board of Directors of Rosseti Centre, PJSC, taken on 16.03.2022 (Minutes # 13/22) on item # 2;
  - para. 3 of the decision of the Board of Directors of Rosseti Centre, PJSC, taken on 16.09.2022 (Minutes # 49/22) on item # 1.

**Voting results:**

- |                                     |         |
|-------------------------------------|---------|
| 1. Maxim Sergeevich Agafonov        | - «FOR» |
| 2. Elena Viktorovna Andreeva        | - «FOR» |
| 3. Maria Alexandrovna Dokuchaeva    | - «FOR» |
| 4. Vitaly Yuryevich Zarkhin         | - «FOR» |
| 5. Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 6. Evgeny Viktorovich Lyapunov      | - «FOR» |
| 7. Igor Vladimirovich Makovskiy     | - «FOR» |
| 8. Andrey Vladimirovich Morozov     | - «FOR» |

- 9. Sergey Sergeevich Pikin - «FOR»
- 10. Alexey Alexandrovich Polinov - «FOR»
- 11. Alexander Viktorovich Shevchuk - «FOR»

**Total:**

«FOR»	- «11»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

**Decision is taken.**

**Item 2. On approval of the Policy on managing a conflict of interest and a corporate conflict in Rosseti Centre, PJSC.**

**Decision:**

To approve the Policy on managing a conflict of interest and a corporate conflict in Rosseti Centre, PJSC in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

**Voting results:**

- 1. Maxim Sergeevich Agafonov - «FOR»
- 2. Elena Viktorovna Andreeva - «FOR»
- 3. Maria Alexandrovna Dokuchaeva - «FOR»
- 4. Vitaly Yuryevich Zarkhin - «FOR»
- 5. Yulia Alexandrovna Leshchevskaya - «FOR»
- 6. Evgeny Viktorovich Lyapunov - «FOR»
- 7. Igor Vladimirovich Makovskiy - «FOR»
- 8. Andrey Vladimirovich Morozov - «ABSTAINED»
- 9. Sergey Sergeevich Pikin - «FOR»
- 10. Alexey Alexandrovich Polinov - «FOR»
- 11. Alexander Viktorovich Shevchuk - «ABSTAINED»

**Total:**

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

**Decision is taken.**

A dissenting opinion of a member of the Board of Directors of the Company, V.Y. Zarkhin, on the agenda item (Appendix # 4).

**Item 3. On coordination of holding positions in management bodies of other organizations by a member of the Management Board of the Company.**

**Decision:**

- 1. To approve the combination of the position of a member of the Board of Directors of JSC Kursk Electric Grids by Larisa Alekseevna Burlakova, a member of the Management Board of the Company.
- 2. To approve the combination of the position of a member of the Board of Directors of JSC Kursk Electric Grids by Alexander Petrovich Galitsky, a member of the Management Board of the Company.

**Voting results:**

- 1. Maxim Sergeevich Agafonov - «FOR»
- 2. Elena Viktorovna Andreeva - «FOR»
- 3. Maria Alexandrovna Dokuchaeva - «FOR»
- 4. Vitaly Yuryevich Zarkhin - «FOR»

- |     |                                  |         |
|-----|----------------------------------|---------|
| 5.  | Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 6.  | Evgeny Viktorovich Lyapunov      | - «FOR» |
| 7.  | Igor Vladimirovich Makovskiy     | - «FOR» |
| 8.  | Andrey Vladimirovich Morozov     | - «FOR» |
| 9.  | Sergey Sergeevich Pikin          | - «FOR» |
| 10. | Alexey Alexandrovich Polinov     | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk   | - «FOR» |

**Total:**

«FOR»	- «11»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

**Decision is taken.**

**Appendices:**

1. The report on implementation of the decisions in 3Q 2024 taken at the meetings of the Board of Directors of Rosseti Centre, PJSC (Appendices ## 1-2).
2. The Policy on managing a conflict of interest and a corporate conflict in Rosseti Centre, PJSC (Appendix # 3).
3. The dissenting opinion of the member of the Board of Directors of the Company, V.Y. Zarkhin, on agenda item # 2 (Appendix # 4).

**Chairperson of the Board of  
Directors of Rosseti Centre, PJSC**

**E.V. Lyapunov**

**Corporate Secretary  
of Rosseti Centre, PJSC**

**S.V. Lapinskaya**