

MINUTES
of the meeting of the Audit Committee
of the Board of Directors of Rosseti Centre, PJSC
(in the form of joint presence)

13 August 2024

Moscow

No. 13/24

Form of the meeting: joint presence.

Time of the meeting: 12 hours 00 minutes – 13 hours 10 minutes.

Place of the meeting: Moscow, Malaya Ordynka St., 15, floor 1, room 611.

Total number of members of the Audit Committee: 3 persons.

Participants of the meeting: S.S. Pikin, V.Y. Zarkhin, A.V. Morozov.

A written vote was taken into account when determining the results: none.

Members who neither participated nor provided questionnaires: none.

The quorum is present.

The Expert conclusion of the expert of the Audit Committee of the Board of Directors of Rosseti Centre, PJSC was taken into account at drawing up of the minutes.

Date of the minutes: 13.08.2024.

The meeting of the Audit Committee was audiotaped (hereinafter – the Committee), which is stored in the materials to the meeting of the Committee.

The meeting of the Committee was opened by Chairperson of the Committee, Sergey Sergeevich Pikin.

The meeting was attended by:

A.V. Shevchuk – Member of the Board of Directors of Rosseti Centre, PJSC

Rosseti Centre, PJSC was represented by:

L.A. Burlakova – Deputy General Director for Corporate and Legal Activities

G.V. Bekasov – Head of the Internal Audit Department

Y.D. Naumova – Head of the Corporate Governance Department

L.I. Nechushkina – Head of the Operational Audit Section of the Internal Audit Department

I.S. Ogurtsova – Head of the General Audit Section of the Internal Audit Department

After the announcement of a quorum regarding the agenda items, the meeting of the Committee was called to order.

AGENDA:

1. On consideration of the report of the internal audit division of the Company on the implementation of the Work Plan for 6 months of 2024 and the results of the internal audit activity.

2. On preliminary consideration of the Company's internal audit report on assessment of efficiency of the corporate governance system in the 2023-2024 corporate year.

Item 1. On consideration of the report of the internal audit division of the Company on the implementation of the Work Plan for 6 months of 2024 and the results of the internal audit activity.

Speaker – G.V. Bekasov.

Questions were received from S.S. Pikin, V.Y. Zarkhin and A.V. Morozov.

Answers and explanations were provided by G.V. Bekasov.

Decision taken at the meeting:

To approve the report of the Internal Audit Department of the Company «On the implementation of the work plan and the results of the internal audit activity for 6 months of 2024» in accordance with Appendix # 1 to this decision, including the achievement of key performance indicators of the head of the internal audit division of Rosseti Centre, PJSC for the 2nd quarter of 2024.

Voting results under the decision draft, announced at the meeting:

Sergey Sergeevich Pikin - «FOR»

Vitaly Yuryevich Zarkhin - «FOR»

Andrey Vladimirovich Morozov - «FOR»

Total:

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

Item 2. On preliminary consideration of the Company's internal audit report on assessment of efficiency of the corporate governance system in the 2023-2024 corporate year.

Speaker – G.V. Bekasov.

Questions were received from V.Y. Zarkhin, A.V. Morozov and S.S. Pikin.

Answers and explanations were provided by G.V. Bekasov.

Decision taken at the meeting:

To recommend that the Board of Directors of the Company take the following decision:

«1. To take into consideration the internal audit report of Rosseti Centre, PJSC on assessment of the efficiency of the corporate governance system for the 2023-2024 corporate year in accordance with the Appendix».

2. In order to maintain an effective level of corporate governance in the Company, it is necessary to note the need for:

2.1. Holding meetings of the Board of Directors of Rosseti Centre, PJSC in person at least once per quarter.

2.2. Holding meetings of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC in person at least once per quarter.

2.3. Election of an independent director as Chairperson of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC.

Voting results under the decision draft, announced at the meeting:

Sergey Sergeevich Pikin - «FOR»

Vitaly Yuryevich Zarkhin - «FOR»

Andrey Vladimirovich Morozov - «FOR»

Total:

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

The agenda of the meeting of the Audit Committee of the Board of Directors of Rosseti Centre, PJSC on 13.08.2024 was exhausted. The meeting of the Audit Committee of the Board of Directors of the Company was closed.

Appendices:

1. The report of the Internal Audit Department of Rosseti Centre, PJSC «On the implementation of the work plan and the results of the internal audit activity for 6 months of 2024» with appendices (Appendix # 1).

Chairperson of the Audit Committee

S.S. Pikin

Secretary of the Audit Committee

S.V. Lapinskaya