

Statement of material fact

«Holding a meeting of the issuer's board of directors (supervisory board) and its agenda, as well as on individual decisions adopted by the issuer's board of directors (supervisory board)»

1. General information	
1.1. Full company name (for a commercial organization) or name (for a non-commercial organization) of the issuer	Public Joint stock company «Rosseti Centre»
1.2. Issuer's address indicated in the unified state register of legal entities	Malaya Ordynka st., 15, Moscow, 119017
1.3. Primary state registration number (PSRN) of the issuer (if any)	1046900099498
1.4. Taxpayer identification number (TIN) of the issuer (if any)	6901067107
1.5. Unique issuer's code assigned by the Bank of Russia	10214-A
1.6. Web page address used by the issuer for information disclosure	http://www.e-disclosure.ru/portal/company.aspx?id=7985; https://www.mrsk-1.ru/information/
1.7. Date of occurrence of an event (material fact) about which a message has been compiled	14.05.2026
2. Contents of the statement «on some decisions taken by the Board of Directors (Supervisory Board) of the Issuer»	
<p>2.1. The quorum of the meeting of the Board of Directors: Questionnaires were presented by 11 members out of 11 elected ones of the Board of Directors. In accordance with paragraph 18.11 of Article 18 of the Articles of Association of Rosseti Centre, PJSC, the quorum for holding the Board of Directors is at least half of the number of elected members of the Board of Directors of Rosseti Centre, PJSC. There is a quorum.</p> <p>2.2. The content of the decisions taken by the Board of Directors of the issuer, and voting results on the decisions taken:</p> <p>Item 1. On holding the annual meeting of the General Meeting of Shareholders of Rosseti Centre, PJSC based on the results of 2025. They decided:</p> <ol style="list-style-type: none">1. To hold the annual meeting of the General Meeting of Shareholders of Rosseti Centre, PJSC based on the results of 2025 (hereinafter referred to as the annual meeting of the General Meeting of Shareholders).2. To determine the decision-making method of the General Meeting of Shareholders of Rosseti Centre, PJSC – a meeting at which voting is combined with absentee voting.3. To determine that the annual meeting of the General Meeting of Shareholders will be held with the possibility of remote participation for persons entitled to vote in the adoption of decisions by the General Meeting of Shareholders of Rosseti Centre, PJSC.4. To establish that the annual meeting of the General Meeting of Shareholders will be held without determining its location and the possibility of attendance at this location for persons entitled to vote in the adoption of decisions by the General Meeting of Shareholders of Rosseti Centre, PJSC.5. To set the date of the annual meeting of the General Meeting of Shareholders – 18 June 2026. The deadline for accepting absentee voting ballots shall be 15 June 2026.6. The start time of the annual meeting of the General Meeting of Shareholders (start time of the annual meeting of the General Meeting of Shareholders holding) shall be set at 10:00 a.m. Moscow time.7. The start time for registration of persons participating in the annual meeting of the General Meeting of Shareholders shall be set at 9:30 a.m. Moscow time.8. To set the date on which persons entitled to vote in the adoption of decisions by the General Meeting of Shareholders of Rosseti Centre, PJSC shall be determined (recorded) – 24 May 2026.9. To elect Svetlana Vladimirovna Lapinskaya, Corporate Secretary of Rosseti Centre, PJSC, as Secretary of the General Meeting of Shareholders of Rosseti Centre, PJSC. <p>Results (summary) of voting: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 2.</p> <p>Decision is taken.</p> <p>Item 2. On approval of the agenda of the annual meeting of the General Meeting of Shareholders of Rosseti Centre, PJSC based on the results of 2025. They decided: To approve the following agenda of the annual meeting of the General Meeting of Shareholders of Rosseti Centre, PJSC based on the results of 2025:</p> <ol style="list-style-type: none">1. On approval of the annual report of Rosseti Centre, PJSC for 2025.2. On approval of the annual financial statements of Rosseti Centre, PJSC for 2025.3. On distribution of profits (including the payment (declaration) of dividends) and losses of Rosseti Centre, PJSC based on the results of 2025.4. On election of members of the Board of Directors of Rosseti Centre, PJSC.5. On election of members of the Audit Commission of Rosseti Centre, PJSC.	

6. On appointment of the audit organization of Rosseti Centre, PJSC.
7. On approval of the Regulation on the payment of remuneration and compensation to members of the Board of Directors of Rosseti Centre, PJSC in a new edition.

Results (summary) of voting:

«FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 1.

Decision is taken.

Item 3. On preparations for the annual meeting of the General Meeting of Shareholders of Rosseti Centre, PJSC based on the results of 2025.

They decided:

1. To approve the Regulation for holding the annual meeting of the General Meeting of Shareholders of Rosseti Centre, PJSC based on the results of 2025 with the possibility of remote participation without determining the location of the meeting and the possibility of attendance at this location (hereinafter referred to as the Regulation of the annual meeting of the General Meeting of Shareholders) in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.
2. To establish that the procedure for access to remote participation in the annual meeting of the General Meeting of Shareholders of Rosseti Centre, PJSC based on the results of 2025 (hereinafter referred to as the annual meeting of the General Meeting of Shareholders), including methods for reliably identifying persons participating remotely in the annual meeting of the General Meeting of Shareholders, are determined by the Regulation of the annual meeting of the General Meeting of Shareholders and the rules established by the registrar of Rosseti Centre, PJSC – JSC VTB Registrar.
3. To determine that voting ballots for the agenda items of the annual meeting of the General Meeting of Shareholders shall be sent by regular mail to persons registered in the register of shareholders of Rosseti Centre, PJSC and entitled to vote when making decisions at the General Meeting of Shareholders of Rosseti Centre, PJSC, as well as by electronic message to the email address specified in the register of shareholders of Rosseti Centre, PJSC, no later than 28 May 2026.

4. To determine that completed voting ballots may be sent to the following address:

- 119017, Russia, Moscow, Malaya Ordynka St., 15, Rosseti Centre, PJSC;
- 127137, Russia, Moscow, P.O. Box 54, JSC VTB Registrar.

5. Persons entitled to vote in the adoption of decisions by the General Meeting of Shareholders of Rosseti Centre, PJSC are provided with the technical conditions for participating in voting on the agenda items of the annual meeting of the General Meeting of Shareholders by completing and submitting electronic ballots.

To determine the following website addresses on the Internet (hereinafter referred to as the Internet) for completing and submitting electronic ballots for voting on the agenda items of the annual meeting of the General Meeting of Shareholders: <https://www.vtbreg.ru> (hereinafter referred to as the Shareholder's Personal Account), <https://gm-rosseti-center.vtbreg.ru>.

The electronic ballot form will be available for completion and submission:

- from 26 May 2026 to 15 June 2026 (inclusive) in the Shareholder's Personal Account,
- during the annual meeting of the General Meeting of Shareholders for those participating, on a dedicated website at: <https://gm-rosseti-center.vtbreg.ru>, as well as in the Shareholder's Personal Account.

An additional resource through which a person entitled to vote when decisions are adopted by the General Meeting of Shareholders of Rosseti Centre, PJSC can complete and submit the electronic form of the ballots is the free Quorum mobile app for iOS and Android platforms, developed by JSC VTB Registrar (<https://vtbreg.ru/company/electronic-document/kvorum/>). Access to the Quorum mobile app is provided using the same credentials used to log in to the Shareholder's Personal Account.

6. To determine that the following persons will be considered to have participated in the annual meeting of the General Meeting of Shareholders:

- shareholders of Rosseti Centre, PJSC who registered for participation using electronic or other technical means in accordance with the procedure established by the Regulation of the annual meeting of the General Meeting of Shareholders and the rules established by the registrar of Rosseti Centre, PJSC – JSC VTB Registrar;
- shareholders of Rosseti Centre, PJSC whose completed voting ballots (in paper form) were received or whose electronic ballots were completed and submitted using the Shareholder's Personal Account no later than 15 June 2026;
- shareholders of Rosseti Centre, PJSC who, in accordance with the rules of the Russian Federation legislation on securities, have given voting instructions to the persons responsible for recording their rights to shares, if notifications of their expression of will are received no later than 15 June 2026.

7. To approve the form and text of the notice of holding the annual meeting of the General Meeting of Shareholders in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

8. To notify persons entitled to vote in the adoption of decisions by the General Meeting of Shareholders of Rosseti Centre, PJSC and registered in the shareholders' register of Rosseti Centre, PJSC of holding the annual meeting of the General Meeting of Shareholders by posting a notice on the website of Rosseti Centre, PJSC on the Internet at: www.mrsk-1.ru no later than 18 May 2026.

In the event that a person registered in the shareholder's register of Rosseti Centre, PJSC is a nominee shareholder, the notice of the annual meeting of the General Meeting of Shareholders is provided in accordance with the rules of the Russian Federation legislation on securities to provide information (materials) to persons exercising rights under the securities.

9. To determine that the information (materials) provided to persons entitled to vote in the adoption of decisions by the General Meeting of Shareholders of Rosseti Centre, PJSC, in preparation for the annual meeting of the General Meeting of Shareholders, is:

- the annual report of Rosseti Centre, PJSC for 2025;
- the annual financial statements of Rosseti Centre, PJSC;
- for 2025 and the auditor's report on such statements;
- the report on related party transactions concluded by Rosseti Centre, PJSC in 2025;

– the conclusion of the Audit Commission of Rosseti Centre, PJSC based on the results of the audit of the annual report, annual financial statements of Rosseti Centre, PJSC, including confirming the accuracy of the data contained in the report on related party transactions concluded by Rosseti Centre, PJSC in 2025;

– the conclusion of the Audit Committee of the Board of Directors of Rosseti Centre, PJSC on the assessment of the quality of the audit, the auditor’s reports and the effectiveness of the process of conducting an external audit of the financial statements of Rosseti Centre, PJSC;

– the conclusion of the internal auditor of Rosseti Centre, PJSC based on the results of the assessment of the reliability and effectiveness of the risk management and internal control system, and the effectiveness of the corporate governance of Rosseti Centre, PJSC;

– an extract from the minutes of the meeting or absentee voting for the adoption of decisions by the Board of Directors of Rosseti Centre, PJSC (hereinafter referred to as the minutes of the Board of Directors of the Company) on the issue of preliminary approval of the annual report of Rosseti Centre, PJSC for 2025 and recommendations to the annual meeting of the General Meeting of Shareholders of Rosseti Centre, PJSC on its approval;

– an extract from the minutes of the Board of Directors of Rosseti Centre, PJSC on the issue of preliminary approval of the annual financial statements of Rosseti Centre, PJSC for 2025 and recommendations to the General Meeting of Shareholders of Rosseti Centre, PJSC on their approval;

– the justification for the proposed distribution of net profit and an assessment of its compliance with the dividend policy adopted in Rosseti Centre, PJSC;

– recommendations of the Board of Directors of Rosseti Centre, PJSC on the distribution of profits (losses) of Rosseti Centre, PJSC based on the results of 2025, including on the amount of dividends on the shares of Rosseti Centre, PJSC and the procedure for their payment based on the results of the reporting year;

– information on the total amount of unclaimed dividends of Rosseti Centre, PJSC, determined according to its financial statements on the last reporting date prior to the decision to hold the annual meeting of the General Meeting of Shareholders (31.03.2026);

– information about candidates for the Board of Directors of Rosseti Centre, PJSC, the Audit Commission of Rosseti Centre, PJSC, including information about their professional experience over the past 5 (Five) years, information about who nominated each candidate, as well as information about the presence or absence of written consent of the said candidates for nomination and election;

– the conclusion of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC on the assessment of candidates for the Board of Directors of Rosseti Centre, PJSC, including a competence matrix;

– information about the candidacy of the audit organization Rosseti Centre, PJSC, including information on the self-regulatory organization of auditors of which the candidate for the audit organization of Rosseti Centre, PJSC is a member, information about the procedures used in selecting the audit organization, which ensure its independence and objectivity, information on the proposed remuneration of the audit organization for audit and non-audit services, as well as information on other material terms and conditions of an agreement concluded with the audit organization of Rosseti Centre, PJSC;

– the conclusion of the Audit Committee of the Board of Directors of Rosseti Centre, PJSC on the evaluation of the candidacy of the audit organization of Rosseti Centre, PJSC;

– the Regulation on the payment of remuneration and compensation to members of the Board of Directors of Rosseti Centre, PJSC in the current edition, the draft Regulation on the payment of remuneration and compensation to members of the Board of Directors of Rosseti Centre, PJSC in a new edition, as well as a comparative table of the changes introduced with their justification;

– information on shareholders’ agreements concluded during the year prior to the date of holding the annual meeting of the General Meeting of Shareholders;

– information about who proposed each issue for the agenda of the annual meeting of the General Meeting of Shareholders;

– information on the total number of shareholders in respect of whom the sending of notices of a meeting or absentee voting and/or voting ballots, the payment of dividends, and the share fraction owned by them in the authorized capital of Rosseti Centre, PJSC and in the total number of voting shares of Rosseti Centre, PJSC has been suspended;

– the position of the Board of Directors of Rosseti Centre, PJSC regarding the agenda of the annual meeting of the General Meeting of Shareholders, as well as dissenting opinions of members of the Board of Directors of Rosseti Centre, PJSC on each issue of the agenda;

– draft decisions of the General Meeting of Shareholders of Rosseti Centre, PJSC on the agenda issues of the annual meeting of the General Meeting of Shareholders;

– an approximate form of the power of attorney that a shareholder can issue to his representative for participation in the annual meeting of the General Meeting of Shareholders, as well as information on the procedure for certifying such a power of attorney;

– 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, PJSC.

10. To establish that persons, entitled to vote on decisions adopted by the General Meeting of Shareholders of Rosseti Centre, PJSC, may review the information (materials) provided in preparation for the annual meeting of the General Meeting of Shareholders from 28 May 2026 to 18 June 2026 from 10:00 a.m. to 5:00 p.m. Moscow time, excluding weekends and holidays, at the following addresses:

– Russia, Moscow, Malaya Ordynka St., 15, Rosseti Centre, PJSC;

– Russia, Moscow, Pravdy St., 23, JSC VTB Registrar.

The specified information (materials) is also posted on the website of Rosseti Centre, PJSC at: www.mrsk-1.ru and in the Shareholder’s Personal Account.

The information (materials), provided in preparation for holding the annual meeting of the General Meeting of Shareholders,

will be available to persons participating in the annual meeting of the General Meeting of Shareholders during the meeting on a special website at: <https://gm-rosseti-center.vtbreg.ru>.

If a person registered in the register of shareholders of Rosseti Centre, PJSC is a nominee shareholder, this information (materials) will be provided in accordance with the rules of legislation of the Russian Federation on securities for provision of information (materials) to persons exercising rights to securities.

11. During the preparation period for the annual meeting of the General Meeting of Shareholders to ensure:

– maintaining a telephone channel for contacting shareholders: 8 (495) 747-92-92 (30-37);

– a special email address: ir@mnsk-1.ru;

– a forum on the agenda items of the annual General Meeting of Shareholders is available on the website of the Company at: <https://www.mnsk-1.ru/about/management/controls/forum/>.

Results (summary) of voting:

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

Decision is taken.

Item 4. On proposals to the General Meeting of Shareholders of Rosseti Centre, PJSC regarding the candidacy of the audit organization of Rosseti Centre, PJSC.

They decided:

To propose to the General Meeting of Shareholders of Rosseti Centre, PJSC to appoint the collective participant consisting of B1-Audit LLC (the leader of the collective participant) and Intercom-Audit LLC (the member of the collective participant) as the audit organization of Rosseti Centre for 2026.

Results (summary) of voting:

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

Decision is taken.

Item 5. On determining the amount of payment for the services of the audit organization for the audit of financial statements of Rosseti Centre, PJSC for 2026.

They decided:

To determine the payment for the services of the audit organization - the collective participant consisting of B1 - Audit LLC (the leader of the collective participant) and Intercom-Audit LLC (the member of the collective participant) under the agreement for the provision of services for conducting a mandatory audit of the financial statements of the Company for 2026 in the amount of 6,742,882 (Six million seven hundred forty-two thousand eight hundred eighty-two) rubles 76 kopecks, plus VAT 1,483,434 (One million four hundred eighty-three thousand four hundred thirty-four) rubles 21 kopecks, total including VAT 8,226,316 (Eight million two hundred twenty-six thousand three hundred sixteen) rubles 97 kopecks.

Results (summary) of voting:

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

Decision is taken.

Item 6. On approval of the terms of the agreement with the registrar of the Company.

They decided:

1. To approve the terms of an amendment to agreement for provision of services dated 26.12.2016 № 7700/00490/16 with the Company's registrar in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

2. To instruct General Director of the Company to sign the amendment to agreement for provision of services dated 26.12.2016 № 7700/00490/16 with the Company's registrar on the terms in accordance with Appendix # 3.

Results (summary) of voting:

«FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 1.

Decision is taken.

Item 7. On preliminary approval of the annual financial statements of Rosseti Centre, PJSC for 2025.

They decided:

1. Tentatively to approve the annual financial statements of Rosseti Centre, PJSC for 2025 in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

2. To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC approve the annual financial statements of Rosseti Centre, PJSC for 2025 in accordance with the Appendix.

Results (summary) of voting:

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

Decision is taken.

Item 8. On approval of the report on related party transactions concluded by Rosseti Centre, PJSC in 2025.

They decided:

To approve the report on related party transactions concluded by Rosseti Centre, PJSC in 2025 in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

Results (summary) of voting:

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

Decision is taken.

Item 9. On preliminary approval of the annual report of Rosseti Centre, PJSC for 2025.

They decided:

1. Tentatively to approve the annual report of Rosseti Centre, PJSC for 2025 in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.
2. To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC approve the annual report of Rosseti Centre, PJSC for 2025 in accordance with the Appendix.

Results (summary) of voting:

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

Decision is taken.

Item 10. On approval of the cost estimate associated with the preparation and holding of the annual meeting of the General Meeting of Shareholders of Rosseti Centre, PJSC.

They decided:

1. To approve the cost estimate associated with the preparation and holding of the annual meeting of the General Meeting of Shareholders of Rosseti Centre, PJSC in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.
2. General Director of Rosseti Centre, PJSC, no later than two months after the holding of the annual meeting of the General Meeting of Shareholders of Rosseti Centre, PJSC, shall submit to the Board of Directors of Rosseti Centre, PJSC a report on the expenditure of funds for the preparation and holding of the annual meeting of the General Meeting of Shareholders of Rosseti Centre, PJSC under the form in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.

Results (summary) of voting:

«FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 1.

Decision is taken.

- 2.3. Date of the meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **13.05.2026.**
- 2.4. Date of drawing up and number of minutes of the meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **Minutes # 14/26 of 14.05.2026.**
- 2.5. If the board of directors of the issuer makes decisions related to the exercise of rights under the issuer's securities, the statement of material fact on individual decisions taken by the board of directors of the issuer in respect of such securities shall additionally specify identification features of the securities: **ordinary shares, state registration number of the issue 1-01-10214-A dated 24.03.2005, international securities identification code (number) (ISIN): RU000A0JPPL8, classification of financial instruments code (CFI): ESVXFR.**

3. Signature

3.1. Head of the Corporate Governance
Department, under power of attorney
D-CA/240 of 26.12.2024

(signature)

Y.D. Naumova

3.2. Date «14» May 2026.