

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

«19» December 2024

Moscow

No. 55/24

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: **19.12.2024.**

AGENDA:

1. On approval of the Work Plan of the Internal Audit Department of Rosseti Centre, PJSC for 2025.
2. On approval of the budget of the Internal Audit Department of Rosseti Centre, PJSC for 2025.
3. On approval of the remuneration of the head of the internal audit of Rosseti Centre, PJSC (determination of target values of functional KPIs) for 2025.
4. On approval of nomination of the Insurer of Rosseti Centre, PJSC.

Item 1. On approval of the Work Plan of the Internal Audit Department of Rosseti Centre, PJSC for 2025.

Decision:

To approve the Work Plan of the Internal Audit Department of Rosseti Centre, PJSC for 2025 in accordance with Appendix # 1 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 | - «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 budget of the Internal Audit Department of Rosseti Centre, PJSC for 2025.

Decision:

To approve the budget of the Internal Audit Department of Rosseti Centre, PJSC for 2025 in accordance with Appendix # 2 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 | - «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 3. On approval of the remuneration of the head of the internal audit of Rosseti Centre, PJSC (determination of target values of functional KPIs) for 2025.

Decision:

1. To determine the target values of functional KPIs of the head of the internal audit unit of Rosseti Centre, PJSC for 2025 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 approve in the manner established by the Company the target values of functional KPIs of the head of the internal audit unit of Rosseti Centre, PJSC for 2025, specified in paragraph 1 of this decision.

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 4. On approval of nomination of the Insurer of Rosseti Centre, PJSC.**Decision:**

To approve the following insurance company as the Insurer of Rosseti Centre, PJSC:

Type of insurance	Insurance company	Period of insurance
Compulsory insurance of civil liability of the owner of a hazardous facility for damage caused by an accident at the hazardous facility	SPJSC Ingosstrakh	01.01.2025-31.12.2025

Voting results:

1. Maxim Sergeevich Agafonov - «FOR»
2. Elena Viktorovna Andreeva - «FOR»
3. Maria Alexandrovna Dokuchaeva - «FOR»
4. Vitaly Yuryevich Zarkhin - «ABSTAINED»
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»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.**Appendices:**

1. The Work Plan of the Internal Audit Department of Rosseti Centre, PJSC for 2025 (Appendix # 1).
2. The budget of the Internal Audit Department of Rosseti Centre, PJSC for 2025 (Appendix #2).
3. The target values of functional KPIs of the head of the internal audit unit of Rosseti Centre, PJSC for 2025 (Appendix # 3).

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

E.V. Lyapunov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya