

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

«07» June 2024

Moscow

No. 26/24

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, A.N. Zharikov, V.Y. Zarkhin, M.V. Korotkova, Y.A. Leshchevskaya, E.V. Lyapunov, I.V. Makovskiy, A.V. Morozov, A.P. Tulba.**

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

The quorum **is present.**

Date of the minutes: **07.06.2024.**

AGENDA:

- 1.** On consideration of the report of General Director of the Company on implementation of the decisions in 4Q 2023 taken at the meetings of the Board of Directors of the Company.
- 2.** On consideration of reports on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of Rosseti Centre, PJSC following the results of 2023.
- 3.** On approval of the report on implementation in 2023 of the Innovative Development Program of Rosseti Centre, PJSC for the period of 2020 – 2024 with an outlook until 2030, including the Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2024-2028.
- 4.** On approval of the Schedule of activities to reduce overdue accounts receivable of Rosseti Centre, PJSC for electricity transmission services and settlement of disputes established by 01.04.2024.
- 5.** On approval of the Schedule of activities of the Company to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.04.2024.
- 6.** On consideration of the report on the credit policy of the Company following the results of 1Q 2024, including the work carried out to reduce the cost of servicing the loan portfolio in 1Q 2024 and transactions made in 1Q 2024, and the status of servicing loans issued by Rosseti Centre, PJSC.
- 7.** On consideration of the final analysis of the compliance of the parameters of transactions independently completed by the Company with the Criteria for making decisions on projects for the consolidation of electric grid assets.
- 8.** On termination of powers of a member of the Management Board of the Company and election of a member of the Management Board of the Company.
- 9.** On coordination of holding positions in management bodies of other organizations by a member of the Management Board of the Company.
- 10.** On consideration of reports of Committees to the Board of Directors of the Company on the work performed for the 2023-2024 corporate year.

Item 1. On consideration of the report of General Director of the Company on

implementation of the decisions in 4Q 2023 taken at the meetings of the Board of Directors of the Company.

Decision:

1. To take into consideration the report of General Director of the Company on implementation of the decisions in 4Q 2023 taken at the meetings of the Board of Directors of the Company, in accordance with Appendices ## 1-4 to this decision of the Board of Directors of the Company.
2. General Director of the Company shall take measures aimed at eliminating overdue obligations to fulfill the requirements of Federal Law No. 522-FZ dated 27 December 2018 «On amendments to certain legislative acts of the Russian Federation in connection with the development of electric energy (power) metering systems in the Russian Federation» and levelling risks of applying penalties against the Company.

Voting results:

- | | | |
|-----|----------------------------------|---------|
| 1. | Maxim Sergeevich Agafonov | - «FOR» |
| 2. | Elena Viktorovna Andreeva | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Alexey Nikolayevich Zharikov | - «FOR» |
| 5. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «FOR» |
| 11. | Andrey Petrovich Tulba | - «FOR» |

Total:

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

Decision is taken.

Item 2. On consideration of reports on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of Rosseti Centre, PJSC following the results of 2023.

Decision:

To take into consideration the reports on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of Rosseti Centre, PJSC following the results of 2023 in accordance with Appendices ## 5-6 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. | Alexey Nikolayevich Zharikov | - «FOR» |
| 5. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «FOR» |
| 11. | Andrey Petrovich Tulba | - «FOR» |

Total:

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

Decision is taken.

Item 3. On approval of the report on implementation in 2023 of the Innovative Development Program of Rosseti Centre, PJSC for the period of 2020 – 2024 with an outlook until 2030, including the Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2024-2028.

Decision:

1. To approve the report on implementation in 2023 of the Innovative Development Program of Rosseti Centre, PJSC for 2020-2024 with an outlook until 2030 in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.
2. To approve the Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2024-2028, including the plan of activities for research and (or) experimental design work in accordance with Appendix # 8 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. Alexey Nikolayevich Zharikov - «ABSTAINED»
5. Vitaly Yuryevich Zarkhin - «ABSTAINED»
6. Maria Vyacheslavna Korotkova - «FOR»
7. Yulia Alexandrovna Leshchevskaya - «FOR»
8. Evgeny Viktorovich Lyapunov - «FOR»
9. Igor Vladimirovich Makovskiy - «FOR»
10. Andrey Vladimirovich Morozov - «ABSTAINED»
11. Andrey Petrovich Tulba - «FOR»

Total:

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «3»

Decision is taken.

Item 4. On approval of the Schedule of activities to reduce overdue accounts receivable of Rosseti Centre, PJSC for electricity transmission services and settlement of disputes established by 01.04.2024.

Decision:

1. To approve the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.04.2024, in accordance with Appendix # 9 to this decision of the Board of Directors of the Company.
2. To take into consideration the report of General Director of the Company on execution of the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.01.2024, approved by the decision of the Board of Directors of the Company on 18.03.2024 (Minutes # 13/24), in accordance with Appendix # 10 to this decision of the Board of Directors of the Company.

3. To take into consideration the report of General Director of the Company on the work performed by Rosseti Centre, PJSC in relation to newly created overdue accounts receivable for electricity transmission services in 1Q 2024 in accordance with Appendix # 11 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. Alexey Nikolayevich Zharikov | - «FOR» |
| 5. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 6. Maria Vyacheslavna Korotkova | - «FOR» |
| 7. Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. Igor Vladimirovich Makovskiy | - «FOR» |
| 10. Andrey Vladimirovich Morozov | - «FOR» |
| 11. Andrey Petrovich Tulba | - «FOR» |

Total:

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

Decision is taken.

Item 5. On approval of the Schedule of activities of the Company to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.04.2024.

Decision:

1. To approve the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.04.2024, in accordance with Appendix # 12 to this decision of the Board of Directors of the Company.

2. To take into consideration the report of General Director of the Company on execution of the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.01.2024, approved by the decision of the Board of Directors of the Company on 18.03.2024 (Minutes # 13/24), in accordance with Appendix # 13 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. Alexey Nikolayevich Zharikov | - «FOR» |
| 5. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 6. Maria Vyacheslavna Korotkova | - «FOR» |
| 7. Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. Igor Vladimirovich Makovskiy | - «FOR» |
| 10. Andrey Vladimirovich Morozov | - «FOR» |
| 11. Andrey Petrovich Tulba | - «FOR» |

Total:

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

Decision is taken.

Item 6. On consideration of the report on the credit policy of the Company following the results of 1Q 2024, including the work carried out to reduce the cost of servicing the loan portfolio in 1Q 2024 and transactions made in 1Q 2024, and the status of servicing loans issued by Rosseti Centre, PJSC.

Decision:

1. To take into consideration the report of General Director of the Company «On the credit policy of the Company following the results of 1Q 2024» in accordance with Appendix # 14 to this decision of the Board of Directors of the Company.
2. To take into consideration the report of General Director of the Company «On the work carried out to reduce the cost of servicing the loan portfolio in 1Q 2024» in accordance with Appendix # 15 to this decision of the Board of Directors of the Company.
3. To take into consideration the report of General Director of the Company «On transactions made and the status of servicing loans issued by Rosseti Centre, PJSC following the results of 1Q 2024» in accordance with Appendix # 16 to this decision of the Board of Directors of the Company.
4. To take into consideration the report of General Director of the Company «On the loan repayment and interest payment in 1Q 2024 under cash loan agreement with interest dated 18 October 2019 No. 7700/00193/19, provided to JSC “Sanatorium “Energetik”» in accordance with Appendix # 17 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. Alexey Nikolayevich Zharikov | - «FOR» |
| 5. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 6. Maria Vyacheslavna Korotkova | - «FOR» |
| 7. Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. Igor Vladimirovich Makovskiy | - «FOR» |
| 10. Andrey Vladimirovich Morozov | - «FOR» |
| 11. Andrey Petrovich Tulba | - «FOR» |

Total:

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

Decision is taken.

Item 7. On consideration of the final analysis of the compliance of the parameters of transactions independently completed by the Company with the Criteria for making decisions on projects for the consolidation of electric grid assets.

Decision:

To take into consideration the final analysis of the compliance of the parameters of transactions independently completed by the Company with the Criteria for making decisions on projects for the consolidation of electric grid assets in accordance with Appendix # 18 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. | Alexey Nikolayevich Zharikov | - «FOR» |
| 5. | Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «FOR» |
| 11. | Andrey Petrovich Tulba | - «FOR» |

Total:

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

Decision is taken.

Item 8. On termination of powers of a member of the Management Board of the Company and election of a member of the Management Board of the Company.

Decision:

1. To terminate the powers of the member of the Management Board of the Company Alexander Vladimirovich Egorychev.
2. To elect Larisa Alekseevna Burlakova - Deputy General Director for Corporate and Legal Activities of Rosseti Centre, PJSC to the Management Board of the Company.

Voting results:

- | | | |
|-----|----------------------------------|---------------|
| 1. | Maxim Sergeevich Agafonov | - «FOR» |
| 2. | Elena Viktorovna Andreeva | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Alexey Nikolayevich Zharikov | - «FOR» |
| 5. | Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «FOR» |
| 11. | Andrey Petrovich Tulba | - «FOR» |

Total:

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

Decision is taken.

Item 9. On coordination of holding positions in management bodies of other organizations by a member of the Management Board of the Company.

Decision:

To approve the combination of positions by Larisa Alekseevna Burlakova, a member of the Management Board of the Company, of a member of the Management Board of Rosseti Centre and Volga region, PJSC and a member of the Board of Directors of JSC “Motor Vehicle Enterprise”, JSC “Energetik Sanatorium-Preventorium”, JSC «TGES», JSC «VGES», JSC «EIS», JSC «Vyksaenergo» and OJSC «SCHGES».

Voting results:

- | | | |
|----|---------------------------|---------|
| 1. | Maxim Sergeevich Agafonov | - «FOR» |
|----|---------------------------|---------|

- | | | |
|-----|----------------------------------|---------|
| 2. | Elena Viktorovna Andreeva | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Alexey Nikolayevich Zharikov | - «FOR» |
| 5. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «FOR» |
| 11. | Andrey Petrovich Tulba | - «FOR» |

Total:

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

Decision is taken.

Item 10. On consideration of reports of Committees to the Board of Directors of the Company on the work performed for the 2023-2024 corporate year.

Decision:

To take into consideration the reports of the Committees to the Board of Directors of Rosseti Centre, PJSC on the work performed for the 2023-2024 corporate year in accordance with Appendices ## 19-23 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. | Alexey Nikolayevich Zharikov | - «FOR» |
| 5. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «FOR» |
| 11. | Andrey Petrovich Tulba | - «FOR» |

Total:

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

Decision is taken.

Appendices:

- The report on implementation of the decisions in 4Q 2023 taken at the meetings of the Board of Directors of the Company (Appendices ## 1-4).
- The reports on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of Rosseti Centre, PJSC following the results of 2023 (Appendices ## 5-6).
- The report on implementation in 2023 of the Innovative Development Program of Rosseti Centre, PJSC for 2020-2024 with an outlook until 2030 (Appendix # 7).
- The Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2024-2028, including the plan of activities for research and (or) experimental design work (Appendix # 8).
- The Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity

- transmission services and settlement of disputes established by 01.04.2024 (Appendix # 9).
6. The report on execution of the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.01.2024, approved by the decision of the Board of Directors of the Company on 18.03.2024 (Minutes # 13/24) (Appendix # 10).
 7. The report on the work performed by Rosseti Centre, PJSC in relation to newly created overdue accounts receivable for electricity transmission services in 1Q 2024 (Appendix # 11).
 8. The Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.04.2024 (Appendix # 12).
 9. The report on execution of the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.01.2024, approved by the decision of the Board of Directors of the Company on 18.03.2024 (Minutes # 13/24) (Appendix # 13).
 10. The report on the credit policy of the Company following the results of 1Q 2024 (Appendix # 14).
 11. The report on the work carried out to reduce the cost of servicing the loan portfolio in 1Q 2024 (Appendix # 15).
 12. The report on transactions made and the status of servicing loans issued by Rosseti Centre, PJSC following the results of 1Q 2024 (Appendix # 16).
 13. The report on the loan repayment and interest payment in 1Q 2024 under cash loan agreement with interest dated 18 October 2019 No. 7700/00193/19, provided to JSC “Sanatorium “Energetik” (Appendix # 17).
 14. The final analysis of the compliance of the parameters of transactions independently completed by the Company with the Criteria for making decisions on projects for the consolidation of electric grid assets (Appendix # 18).
 15. The reports of the Committees to the Board of Directors of Rosseti Centre, PJSC on the work performed for the 2023-2024 corporate year (Appendices ## 19-23).

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

E.V. Lyapunov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya