

**MINUTES of the Board of Directors
of Public Joint stock company «Rosseti Centre»
(Rosseti Centre, PJSC)**

«29» December 2025

Moscow

No. 46/25

Method of decision-making: absentee voting.

Date and time for accepting written votes: 18.00 hours «29» December 2025.

Total number of members of the Board of Directors: 11 persons.

Persons who took part in the absentee voting: M.S. Agafonov, A.G. Aleshin, E.V. Andreeva, M.A. Dokuchaeva, V.Y. Zarkhin, K.Y. Kravchenko, E.V. Lyapunov, A.V. Morozov, S.S. Pikin, A.V. Shevchuk, B.B. Ebzeev.

Persons who did not take part in the absentee voting: none.

Quorum: present.

Date of drawing up the Minutes: 29.12.2025.

Details of the person who signed the Minutes: Lyapunov Evgeny Viktorovich - Chairman of the Board of Directors of Rosseti Centre, PJSC.

AGENDA:

1. On approval of the Program of non-state pension provision for employees of Rosseti Centre, PJSC for 2026.
2. On approval of the Regulation on the Internal Audit Department of Rosseti Centre, PJSC in a new edition.
3. On approval of the Internal Audit Policy of Rosseti Centre, PJSC in a new edition.
4. On consideration of the report on execution of the Business Plan of Rosseti Centre, PJSC for 9 months of 2025.
5. On consideration of the report on execution of the Company's Investment Program for 9 months of 2025, including on the progress of implementation of investment projects of Rosseti Centre, PJSC in 3Q 2025, included in the list of priority facilities.
6. On approval of the updated Plan for development of the Production Asset Management System and the resource plan of Rosseti Centre, PJSC for 2024-2026.
7. On determination of the position of the Company (representatives of the Company) on the issue submitted for consideration by the Board of Directors of JSC "Sanatorium "Energetik".
8. On determination of the position of the Company (representatives of the Company) on the issue submitted for consideration by the Board of Directors of JSC YarEGC.

AGENDA ITEMS NOT PUT TO VOTE: none.

AGENDA ITEMS PUT TO VOTE AND DECISIONS TAKEN ON THEM:

ITEM 1. On approval of the Program of non-state pension provision for employees of Rosseti Centre, PJSC for 2026.

THEY DECIDED:

To approve the Program of non-state pension provision for employees of Rosseti Centre, PJSC for 2026 in accordance with Appendix # 1 to this decision of the Board of Directors

of the Company.

RESULTS (SUMMARY) OF VOTING:

1. Maxim Sergeevich Agafonov	- «FOR»
2. Artem Gennadievich Aleshin	- «FOR»
3. Elena Viktorovna Andreeva	- «FOR»
4. Maria Alexandrovna Dokuchaeva	- «FOR»
5. Vitaly Yuryevich Zarkhin	- «ABSTAINED»
6. Konstantin Yurievich Kravchenko	- «FOR»
7. Evgeny Viktorovich Lyapunov	- «FOR»
8. Andrey Vladimirovich Morozov	- «ABSTAINED»
9. Sergey Sergeevich Pikan	- «FOR»
10. Alexander Viktorovich Shevchuk	- «ABSTAINED»
11. Boris Borisovich Ebzeev	- «FOR»

Total:

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

DECISION IS TAKEN.

ITEM 2. On approval of the Regulation on the Internal Audit Department of Rosseti Centre, PJSC in a new edition.

THEY DECIDED:

1. To approve the Regulation on the Internal Audit Department of Rosseti Centre, PJSC in a new edition in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.
2. To recommend that General Director of the Company approve the Regulation on the Internal Audit Department of Rosseti Centre, PJSC in a new edition in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

RESULTS (SUMMARY) OF VOTING:

1. Maxim Sergeevich Agafonov	- «FOR»
2. Artem Gennadievich Aleshin	- «FOR»
3. Elena Viktorovna Andreeva	- «FOR»
4. Maria Alexandrovna Dokuchaeva	- «FOR»
5. Vitaly Yuryevich Zarkhin	- «ABSTAINED»
6. Konstantin Yurievich Kravchenko	- «FOR»
7. Evgeny Viktorovich Lyapunov	- «FOR»
8. Andrey Vladimirovich Morozov	- «FOR»
9. Sergey Sergeevich Pikan	- «FOR»
10. Alexander Viktorovich Shevchuk	- «FOR»
11. Boris Borisovich Ebzeev	- «FOR»

Total:

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

DECISION IS TAKEN.

ITEM 3. On approval of the Internal Audit Policy of Rosseti Centre, PJSC in a new edition.

THEY DECIDED:

1. To approve the Internal Audit Policy of Rosseti Centre, PJSC in a new edition in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.
2. To recognize the Internal Audit Policy of Rosseti Centre, PJSC, approved by the decision of the Board of Directors of Rosseti Centre, PJSC dated 07.06.2023 (Minutes of 09.06.2023 # 29/23), to have lost force.

RESULTS (SUMMARY) OF VOTING:

1. Maxim Sergeevich Agafonov	- «FOR»
2. Artem Gennadievich Aleshin	- «FOR»
3. Elena Viktorovna Andreeva	- «FOR»
4. Maria Alexandrovna Dokuchaeva	- «FOR»
5. Vitaly Yuryevich Zarkhin	- «ABSTAINED»
6. Konstantin Yurievich Kravchenko	- «FOR»
7. Evgeny Viktorovich Lyapunov	- «FOR»
8. Andrey Vladimirovich Morozov	- «FOR»
9. Sergey Sergeevich Pikin	- «FOR»
10. Alexander Viktorovich Shevchuk	- «FOR»
11. Boris Borisovich Ebzeev	- «FOR»

Total:

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

DECISION IS TAKEN.

ITEM 4. On consideration of the report on execution of the Business Plan of Rosseti Centre, PJSC for 9 months of 2025.

THEY DECIDED:

To take into consideration the report on execution of the Business Plan of Rosseti Centre, PJSC for 9 months of 2025 in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

RESULTS (SUMMARY) OF VOTING:

1. Maxim Sergeevich Agafonov	- «FOR»
2. Artem Gennadievich Aleshin	- «FOR»
3. Elena Viktorovna Andreeva	- «FOR»
4. Maria Alexandrovna Dokuchaeva	- «FOR»
5. Vitaly Yuryevich Zarkhin	- «ABSTAINED»
6. Konstantin Yurievich Kravchenko	- «FOR»
7. Evgeny Viktorovich Lyapunov	- «FOR»
8. Andrey Vladimirovich Morozov	- «FOR»
9. Sergey Sergeevich Pikin	- «FOR»
10. Alexander Viktorovich Shevchuk	- «FOR»
11. Boris Borisovich Ebzeev	- «FOR»

Total:

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

DECISION IS TAKEN.

ITEM 5. On consideration of the report on execution of the Company's Investment Program for 9 months of 2025, including on the progress of implementation of investment projects of Rosseti Centre, PJSC in 3Q 2025, included in the list of priority

facilities.

THEY DECIDED:

1. To take into consideration the report on execution of the Company's Investment Program for 9 months of 2025, including the report on the progress of implementation of investment projects of Rosseti Centre, PJSC in 3Q 2025, included in the list of priority facilities, in accordance with Appendices ## 5-6 to this decision of the Board of Directors of the Company.
2. To instruct General Director of the Company to submit a report on the implementation of paragraph 2 of the decision of the Board of Directors of Rosseti Centre, PJSC dated 08.07.2025 on item # 2 (Minutes # 24/25 of 08.07.2025) as part of the materials on the issue of reviewing the report on the results of the implementation of the Investment Program of Rosseti Centre, PJSC for 2025.

RESULTS (SUMMARY) OF VOTING:

1. Maxim Sergeevich Agafonov	- «FOR»
2. Artem Gennadievich Aleshin	- «FOR»
3. Elena Viktorovna Andreeva	- «FOR»
4. Maria Alexandrovna Dokuchaeva	- «FOR»
5. Vitaly Yuryevich Zarkhin	- «ABSTAINED»
6. Konstantin Yurievich Kravchenko	- «FOR»
7. Evgeny Viktorovich Lyapunov	- «FOR»
8. Andrey Vladimirovich Morozov	- «FOR»
9. Sergey Sergeevich Pikin	- «FOR»
10. Alexander Viktorovich Shevchuk	- «FOR»
11. Boris Borisovich Ebzeev	- «FOR»

Total:

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

DECISION IS TAKEN.

ITEM 6. On approval of the updated Plan for development of the Production Asset Management System and the resource plan of Rosseti Centre, PJSC for 2024-2026.

THEY DECIDED:

1. To approve the updated Plan for development of the Production Asset Management System and the resource plan of Rosseti Centre, PJSC for 2024-2026 in accordance with Appendices ## 7-8 to this decision of the Board of Directors of the Company.
2. To recognize as invalid the individual Plan for development of the Production Asset Management System and the resource plan of Rosseti Centre, PJSC for 2024-2026, approved by the decision of the Board of Directors of the Company dated 22.01.2025 (Minutes # 01/25).

3. To instruct General Director of the Company:

- 3.1. To ensure the implementation of the activities envisaged by the updated individual Plan for development of the Production Asset Management System of Rosseti Centre, PJSC for 2024-2026 and the resource plan for its provision.

- 3.2. To ensure the submission for consideration by the Board of Directors of the Company of a report on implementation of the updated Plan for development of the Production Asset Management System of Rosseti Centre, PJSC for 2024-2026 and the resource plan for its provision annually in the 1st quarter of the year following the reporting one.

RESULTS (SUMMARY) OF VOTING:

1. Maxim Sergeevich Agafonov	- «FOR»
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2.	Artem Gennadievich Aleshin	- «FOR»
3.	Elena Viktorovna Andreeva	- «FOR»
4.	Maria Alexandrovna Dokuchaeva	- «FOR»
5.	Vitaly Yuryevich Zarkhin	- «ABSTAINED»
6.	Konstantin Yurievich Kravchenko	- «FOR»
7.	Evgeny Viktorovich Lyapunov	- «FOR»
8.	Andrey Vladimirovich Morozov	- «ABSTAINED»
9.	Sergey Sergeevich Pikin	- «FOR»
10.	Alexander Viktorovich Shevchuk	- «ABSTAINED»
11.	Boris Borisovich Ebzeev	- «FOR»

Total:

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

DECISION IS TAKEN.

ITEM 7. On determination of the position of the Company (representatives of the Company) on the issue submitted for consideration by the Board of Directors of JSC “Sanatorium “Energetik”.

THEY DECIDED:

To instruct representatives of Rosseti Centre, PJSC in the Board of Directors of JSC “Sanatorium “Energetik” regarding the item «On approval of reports on implementation of key performance indicators (KPIs) of General Director of JSC “Sanatorium “Energetik” for 3Q 2024, 4Q 2024 and 2024» to vote «FOR» taking the following decisions:

- «1. To approve the report on implementation of key performance indicators (KPIs) of General Director of JSC “Sanatorium “Energetik” for 3Q 2024 in accordance with Appendix 1.
- 2. To approve the report on implementation of key performance indicators (KPIs) of General Director of JSC “Sanatorium “Energetik” for 4Q 2024 in accordance with Appendix 2.
- 3. To note the failure to achieve the KPI «Cost per ruble of revenue» for 3Q and 4Q 2024; the KPI «Achievement of the financial result value for the year established by the Company’s business plan», «Sales volume», «Return on equity» for 2024.
- 4. Given the absence of internal audit representatives at JSC “Sanatorium “Energetik”, to note that the accuracy of the calculations of the actually achieved values of the key performance indicators of JSC “Sanatorium “Energetik” for quarters 3, 4 of 2024 and 2024 has been confirmed by the management team of JSC “Sanatorium “Energetik”.
- 5. Due to operational needs, it is recommended that General Director of JSC “Sanatorium “Energetik” update the Methodology for calculating and assessing the implementation of key performance indicators of General Director of JSC “Sanatorium “Energetik”, starting from 01.01.2026».

RESULTS (SUMMARY) OF VOTING:

1.	Maxim Sergeevich Agafonov	- «FOR»
2.	Artem Gennadievich Aleshin	- «FOR»
3.	Elena Viktorovna Andreeva	- «FOR»
4.	Maria Alexandrovna Dokuchaeva	- «FOR»
5.	Vitaly Yuryevich Zarkhin	- «ABSTAINED»
6.	Konstantin Yurievich Kravchenko	- «FOR»
7.	Evgeny Viktorovich Lyapunov	- «FOR»
8.	Andrey Vladimirovich Morozov	- «ABSTAINED»
9.	Sergey Sergeevich Pikin	- «FOR»

10. Alexander Viktorovich Shevchuk - «ABSTAINED»
 11. Boris Borisovich Ebzeev - «FOR»

Total:

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

DECISION IS TAKEN.

ITEM 8. On determination of the position of the Company (representatives of the Company) on the issue submitted for consideration by the Board of Directors of JSC YarEGC.

THEY DECIDED:

To instruct representatives of Rosseti Centre, PJSC in the Board of Directors of JSC YarEGC regarding the item «On approval of reports on implementation of key performance indicators (KPIs) of General Director of JSC YarEGC for 3Q 2024, 4Q 2024 and 2024» to vote «FOR» taking the following decisions:

- «1. To approve the report on implementation of key performance indicators (KPIs) of General Director of JSC YarEGC for 3Q 2024 in accordance with Appendix 3.
- 2. To approve the report on implementation of key performance indicators (KPIs) of General Director of JSC YarEGC for 4Q 2024 and 2024 in accordance with Appendix 4.
- 3. To note the failure to achieve the KPI «Consolidated operating profit (EBITDA)» for quarters 3 and 4 of 2024.
- 4. Given the absence of internal audit representatives at JSC YarEGC, to note that the accuracy of the calculations of the actually achieved values of the key performance indicators of JSC YarEGC for quarters 3, 4 of 2024 and 2024 has been confirmed by the management team of JSC YarEGC.
- 5. Due to operational needs, it is recommended that General Director of JSC YarEGC update the Procedure for calculating key performance indicators for management staff of JSC YarEGC, starting from 01.01.2026».

RESULTS (SUMMARY) OF VOTING:

1. Maxim Sergeevich Agafonov	- «FOR»
2. Artem Gennadievich Aleshin	- «FOR»
3. Elena Viktorovna Andreeva	- «FOR»
4. Maria Alexandrovna Dokuchaeva	- «FOR»
5. Vitaly Yuryevich Zarkhin	- «ABSTAINED»
6. Konstantin Yurievich Kravchenko	- «FOR»
7. Evgeny Viktorovich Lyapunov	- «FOR»
8. Andrey Vladimirovich Morozov	- «ABSTAINED»
9. Sergey Sergeevich Pikin	- «FOR»
10. Alexander Viktorovich Shevchuk	- «ABSTAINED»
11. Boris Borisovich Ebzeev	- «FOR»

Total:

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

DECISION IS TAKEN.

Appendices:

1. The Program of non-state pension provision for employees of Rosseti Centre, PJSC for 2026 (Appendix #1).
2. The Regulation on the Internal Audit Department of Rosseti Centre, PJSC in a new edition (Appendix # 2).
3. The Internal Audit Policy of Rosseti Centre, PJSC in a new edition (Appendix #3).

4. The report on execution of the Business Plan of Rosseti Centre, PJSC (Appendix #4).
5. The report on execution of the Company's Investment Program for 9 months of 2025, including the report on the progress of implementation of investment projects of Rosseti Centre, PJSC in 3Q 2025, included in the list of priority facilities (Appendices ## 5-6).
7. The updated Plan for development of the Production Asset Management System and the resource plan of Rosseti Centre, PJSC for 2024-2026 (Appendices # 7-8).

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

E.V. Lyapunov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya