

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

14 May 2024

Moscow

No. 09/24

Form of the meeting: joint presence.

Time of the meeting: 16 hours 00 minutes – 16 hours 35 minutes.

Place of the meeting: Moscow, Malaya Ordynka St., 15, floor 6, room 611.

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

Participants of the meeting: M.V. Korotkova, A.N. Zharikov, 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: 14.05.2024.

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, Maria Vyacheslavna Korotkova.

Rosseti Centre, PJSC was represented by:

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

PJSC Rosseti was represented by:

V.V. Tsarkov - First Deputy Head of the Internal Audit Department of PJSC Rosseti.

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 format of an external assessment (terms of reference), the essential terms of the agreement for provision of services for an external independent assessment of internal audit activities.

2. On consideration of the report of the Company's internal audit division on the implementation of the Work Plan for 3 months of 2024 and results of internal audit activities.

Item 1. On consideration of the format of an external assessment (terms of reference), the essential terms of the agreement for provision of services for an external independent assessment of internal audit activities.

Speaker – G.V. Bekasov.

Questions were received from A.N. Zharikov and A.V. Morozov.

Answers and explanations were provided by V.V. Tsarkov.

Decision taken at the meeting:

1. To agree upon the format of an external assessment (terms of reference), the essential terms of the agreement for provision of services for an external independent assessment of internal audit activities of Rosseti Centre, PJSC in accordance with Appendix # 1 to this decision of the Audit Committee.

2. To recommend that the Company carry out procurement procedures for the right to conclude an agreement to conduct an external independent assessment of internal audit activities by participating in a centralized tender organized by PJSC Rosseti.

3. To recommend that the Board of Directors of the Company take the following decision:
«1. To approve the format of an external assessment (terms of reference) in accordance with the Appendix.

2. To instruct the Audit Committee of the Board of Directors of the Company to approve the organization's candidacy for conducting an external assessment of the internal audit activities, selected as the winner based on results of the centralized procurement procedure.

3. To instruct General Director of the Company to submit a report to the Board of Directors on results of an external independent assessment of the internal audit activities with preliminary consideration by the Audit Committee of the Board of Directors of the Company. Deadline: 31.12.2024».

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

Alexey Nikolayevich Zharikov - «FOR»
Maria Vyacheslavna Korotkova - «FOR»
Andrey Vladimirovich Morozov - «ABSTAINED»

Total:

| | |
|-------------|-------|
| «FOR» | - «2» |
| «AGAINST» | - «0» |
| «ABSTAINED» | - «1» |

Decision is taken.

Item 2. On consideration of the report of the Company's internal audit division on the implementation of the Work Plan for 3 months of 2024 and results of internal audit activities.

Speaker – G.V. Bekasov.

Questions were received from M.V. Korotkova.

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 activities for 3 months of 2024» in accordance with Appendix # 2 to this decision of the Audit Committee of the Board of Directors of the Company, including the implementation of key performance indicators of the head of the internal audit division of Rosseti Centre, PJSC for the 1st quarter of 2024.

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

Alexey Nikolayevich Zharikov - «FOR»
Maria Vyacheslavna Korotkova - «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 14.05.2024 was exhausted. The meeting of the Audit Committee of the Board of Directors of the Company was closed.

Appendices:

1. The format of an external assessment (terms of reference), the essential terms of the agreement for provision of services for an external independent assessment of internal audit activities of Rosseti Centre, PJSC (Appendix # 1).
2. The report of the Internal Audit Department of the Company «On the implementation of the work plan and the results of the internal audit activities for 3 months of 2024», including the implementation of key performance indicators of the head of the internal audit division of Rosseti Centre, PJSC for the 1st quarter of 2024 (Appendix #2).

Chairperson of the Audit Committee

M.V. Korotkova

Secretary of the Audit Committee

S.V. Lapinskaya