

**MINUTES**  
**on the voting results at the annual general meeting of shareholders**  
**of Rosseti Centre, PJSC**

<b>Full company name:</b>	Public Joint stock company «Rosseti Centre»
<b>Location of the company:</b>	Moscow, Russia
<b>Address of the company:</b>	119017, Moscow, Malaya Ordynka St., 15
<b>Type of the general meeting (hereinafter – the General Meeting):</b>	Annual
<b>Form of holding of the General Meeting:</b>	Absentee voting
<b>The record date of persons, entitled to participate in the General Meeting of Shareholders:</b>	23.05.2022
<b>Date of the General Meeting:</b>	17.06.2022
<b>Date of the Minutes:</b>	17.06.2022

The following term is used in the minutes on the results of voting at the general meeting: the Regulations – the Regulations on General Meetings of Shareholders № 660-P, approved by the Bank of Russia on 16 November 2018.

According to Article 56 of the Federal Law dated 26.12.1995 N 208-FZ "On Joint-Stock Companies", the functions of the Tabulation Commission were performed by the Registrar of the Company – Joint Stock Company VTB Registrar.

The location of the Registrar: Moscow.

The address of the Registrar: 127015, Moscow, Pravdy St., 23.

Person, authorized by the Registrar: Elena Dmitrievna Anokhina under power of attorney № 010622/26 dated 01.06.2021.

**Agenda:**

1. On approval of the Annual Report, the annual financial statements of the Company for 2021.
2. On distribution of profits and losses of the Company (including the dividend payment (declaration)) following the results of 2021.
3. On election of members of the Board of Directors of the Company.
4. On election of members of the Audit Commission of the Company.
5. On approval of the Auditor of the Company.
6. On approval of the Regulation on the Audit Commission of the Company in a new edition.

**Voting results:**

On agenda issue #1: **On approval of the Annual Report, the annual financial statements of the Company for 2021.**

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting for voting on this agenda item: **42 217 941 468.**

Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations: **42 217 941 468.**

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **33 993 228 147.**

Quorum - **80.5184%**.

Quorum on this item is **present.**

**Voting results on the agenda item:**

	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAINED</b>
<b>Number of votes</b>	33 967 995 821	461 938	21 100 092
<b>% from those attending the meeting</b>	99.9258	0.0013	0.0621
<b>Invalid or not counted on other grounds:</b>			3 670 296

**Decision taken:**

1. To approve the Annual Report of the Company for 2021.
2. To approve the annual financial statements of the Company for 2021.

**On agenda issue #2: On distribution of profits and losses of the Company (including the dividend payment (declaration)) following the results of 2021.**

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting for voting on this agenda item: **42 217 941 468**.

Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations: **42 217 941 468**.

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **33 993 228 147**.

Quorum - **80.5184%**.

Quorum on this item is **present**.

**Voting results on the agenda item:**

	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAINED</b>
<b>Number of votes</b>	33 971 773 428	1 560 047	17 002 402
<b>% from those attending the meeting</b>	99.9369	0.0046	0.0500
<b>Invalid or not counted on other grounds:</b>			2 892 270

**Decision taken:**

1. To approve the following profit (loss) distribution of the Company for the reporting year of 2021:

<b>Name</b>	<b>(thous. RUB)</b>
<b>Retained earnings (loss) for the reporting period:</b>	
<b>To be distributed to:</b>	<b>4 147 149</b>
Reserve fund	<b>0</b>
Profit for development	<b>2 719 701</b>
Dividends	<b>1 427 448</b>
Repayment of losses of previous years	<b>0</b>

2. To pay dividends on common stocks of the Company following the results of 2021 in the amount of RUB 0.0338114 per ordinary share of the Company in cash.

The dividend payment period to a nominal holder and a beneficial owner being a professional securities market participant is no more than 10 working days, to other registered shareholders - 25 working days from the record date of the list of persons entitled to receive dividends.

To define the record date of the list of persons entitled to receive dividends as 28 June 2022.

**On agenda issue #3: On election of members of the Board of Directors of the Company.**

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting for voting on this agenda item: **464 397 356 148**.

Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations: **464 397 356 148**.

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **373 925 509 617**.

Quorum - **80.5184%**.

Quorum on this item **is present**.

**Voting results on the agenda item:**

<b>Item #</b>	<b>Full name of the candidate to the Board of Directors</b>	<b>Number of cumulative votes</b>
1	Alexander Viktorovich Golovtsov	34 246 637 342
2	Vitaly Yuryevich Zarkhin	33 376 685 759
3	Andrey Vladimirovich Morozov Legal Director, Association of Institutional Investors	33 393 884 751
4	Andrey Alexandrovich Marchenko Partner, Investment company SINAI Capital	452 396 505
5	Alexey Nikolayevich Zharikov Adviser, JSC "Elektrotsentraladka"	12 783 567 700
6	Yury Vladimirovich Goncharov Chief Adviser of PJSC Rosseti	32 363 278 905
7	Maria Alexandrovna Dokuchaeva Chief Adviser of PJSC Rosseti	32 356 811 888
8	Maria Vyacheslavna Korotkova Development Director of Technoinnovation LLC	32 365 359 865
9	Daniil Vladimirovich Krainskiy Deputy Director General for Legal Support of PJSC Rosseti	32 357 003 445
10	Andrey Vladimirovich Mayorov First Deputy Director General - Chief Engineer of PJSC Rosseti	32 397 056 833
11	Igor Vladimirovich Makovskiy General Director of Rosseti Centre, PJSC	32 497 164 378
12	Alexey Valeryevich Molsky Deputy Director General for Investment, Capital Construction and Sale of Services of PJSC Rosseti	32 367 660 604
13	Alexey Alexandrovich Polinov Acting Deputy Director General for Economics and Finance of PJSC Rosseti	32 352 421 009
14	Egor Vyacheslavovich Prokhorov Deputy Director General for Strategy of PJSC Rosseti	111 013 638
15	Dmitry Vladimirovich Tokar-Mezhikovskiy Head of the Legal Department of PJSC Rosseti	108 740 634
16	Andrey Petrovich Tulba Director for Economics and Finance - Head of the Department of Economic Planning and Tariff Formation of PJSC Rosseti	102 645 582
	«FOR»:	<b>373 632 328 838</b>
	«AGAINST»:	<b>97 327 736</b>
	«ABSTAINED»:	<b>145 766 764</b>
	Invalid or not counted on other grounds:	<b>50 086 279</b>

**Decision taken:**

To elect the following Company's Board of Directors:

**Alexander Viktorovich Golovtsov**

**Andrey Vladimirovich Morozov**

Legal Director, Association of Institutional Investors

**Vitaly Yuryevich Zarkhin**

**Igor Vladimirovich Makovskiy**

General Director of Rosseti Centre, PJSC

**Andrey Vladimirovich Mayorov**

First Deputy Director General - Chief Engineer of PJSC Rosseti

**Alexey Valeryevich Molsky**

Deputy Director General for Investment, Capital Construction and Sale of Services of PJSC Rosseti

**Maria Vyacheslavna Korotkova**

Development Director of Technoinnovation LLC

**Yury Vladimirovich Goncharov**

Chief Adviser of PJSC Rosseti

**Daniil Vladimirovich Krainskiy**

Deputy Director General for Legal Support of PJSC Rosseti

**Maria Alexandrovna Dokuchaeva**

Chief Adviser of PJSC Rosseti

**Alexey Alexandrovich Polinov**

Acting Deputy Director General for Economics and Finance of PJSC Rosseti

On agenda issue #4: **On election of members of the Audit Commission of the Company.**

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting for voting on this agenda item: **42 217 941 468.**

Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations: **42 217 941 468.**

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **33 993 228 147.**

Quorum – **80.5184%**.

Quorum on this item is **present.**

**Voting results on the agenda item:**

Candidate: **Svetlana Nikolaevna Kovaleva** - Director for Internal Audit - Head of the Internal Audit Department of PJSC Rosseti

	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAINED</b>
<b>Number of votes</b>	24 735 369 390	7 770 122	9 248 012 375
<b>% from those attending the meeting</b>	72.7656	0.0229	27.2054
<b>Invalid or not counted on other grounds:</b>			2 076 260

Candidate: **Viktor Vladimirovich Tsarkov** - First Deputy Head of the Internal Audit Department of PJSC Rosseti

	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAINED</b>
<b>Number of votes</b>	24 734 741 491	8 691 541	9 245 735 643
<b>% from those attending the meeting</b>	72.7637	0.0256	27.1988
<b>Invalid or not counted on other grounds:</b>			4 059 472

Candidate: **Svetlana Mikhailovna Trishina** - Deputy Head of the Internal Audit Department - Head of the Office of Corporate Audit and Control of Subsidiaries of the Internal Audit Department of PJSC Rosseti

	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAINED</b>
<b>Number of votes</b>	24 735 732 129	7 787 112	9 245 649 434

% from those attending the meeting	72.7667	0.0229	27.1985
Invalid or not counted on other grounds:			4 059 472

Candidate: **Gayane Robertovna Andriasova** - Deputy Head of the Office of Corporate Audit and Control of Subsidiaries of the Internal Audit Department of PJSC Rosseti

	FOR	AGAINST	ABSTAINED
Number of votes	24 733 703 478	10 071 808	9 245 265 426
% from those attending the meeting	72.7607	0.0296	27.1974
Invalid or not counted on other grounds:			4 187 435

Candidate: **Vitaly Viktorovich Sorokin** - First Deputy Head of the Internal Control and Risk Management Department of PJSC Rosseti

	FOR	AGAINST	ABSTAINED
Number of votes	24 738 986 990	5 235 155	9 245 911 777
% from those attending the meeting	72.7762	0.0154	27.1993
Invalid or not counted on other grounds:			3 094 225

#### Decision taken:

To elect the following Company's Audit Commission:

**Vitaly Viktorovich Sorokin** - First Deputy Head of the Internal Control and Risk Management Department of PJSC Rosseti

**Svetlana Mikhailovna Trishina** - Deputy Head of the Internal Audit Department - Head of the Office of Corporate Audit and Control of Subsidiaries of the Internal Audit Department of PJSC Rosseti

**Svetlana Nikolaevna Kovaleva** - Director for Internal Audit - Head of the Internal Audit Department of PJSC Rosseti

**Viktor Vladimirovich Tsarkov** - First Deputy Head of the Internal Audit Department of PJSC Rosseti

**Gayane Robertovna Andriasova** - Deputy Head of the Office of Corporate Audit and Control of Subsidiaries of the Internal Audit Department of PJSC Rosseti

On agenda issue #5: **On approval of the Auditor of the Company.**

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting for voting on this agenda item: **42 217 941 468.**

Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations: **42 217 941 468.**

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **33 993 228 147.**

Quorum - **80.5184%**.

Quorum on this item is **present.**

#### Voting results on the agenda item:

	FOR	AGAINST	ABSTAINED
Number of votes	24 766 772 125	62 191 328	9 162 025 762
% from those attending the meeting	72.8580	0.1829	26.9525
Invalid or not counted on other grounds:			2 238 932

#### Decision taken:

To approve the Association of Auditors (the collective participant) consisting of CATR - Audit Services LLC (the leader of the collective participant) (TIN 7709383532) (former Ernst & Young LLC) and JSC

Audit Company «DELOVOY PROFILE» (TIN 7735073914) (the member of the collective participant) as the Auditor of the Company.

On agenda issue #6: **On approval of the Regulation on the Audit Commission of the Company in a new edition.**

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting for voting on this agenda item: **42 217 941 468.**

Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations: **42 217 941 468.**

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **33 993 228 147.**

Quorum - **80.5184%**.

Quorum on this item is **present.**

**Voting results on the agenda item:**

	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAINED</b>
<b>Number of votes</b>	24 744 833 736	9 077 116 590	169 771 087
<b>% from those attending the meeting</b>	72.7934	26.7027	0.4994
<b>Invalid or not counted on other grounds:</b>			1 506 734

**Decision taken:**

To approve the Regulation on the Audit Commission of the Company in a new edition.

*Draft documents to be approved by the General Meeting of Shareholders, such as: the annual report, annual financial statements of the Company for 2021, the revised Regulation on the Audit Commission of the Company are presented for review on the Company's official website: <https://www.mrsk-1.ru>.*

**Person, authorized by JSC VTB Registrar**

\_\_\_\_\_ /Elena Dmitrievna Anokhina/

(under power of attorney № 010622/26 dated 01.06.2021)