

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

«31» August 2021

Moscow

No. 37/21

Form of the meeting: **absent voting.**

Total number of members of the Board of Directors: **11 people.**

Participants of the voting: **A.V. Golovtsov, Y.V. Goncharov, V.Y. Zarkhin, M.V. Korotkova, D.V. Krainskiy, A.I. Krupenina, A.V. Mayorov, I.V. Makovskiy, A.V. Molsky, E.V. Prokhorov, A.V. Shevchuk.**

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

The quorum is **present.**

Date of the minutes: **31.08.2021.**

**AGENDA:**

1. On the budget approval of the Committees of the Board of Directors of the Company for 2H 2021.
2. On consideration of the report on the implementation in 2020 of the Development Program for smart metering of electricity of Rosseti Centre, PJSC for 2020-2030.
3. On consideration of the consolidated report on the implementation in 2020 of the measures provided for by the Program “Digital transformation of Rosseti Centre, PJSC and Rosseti Centre and Volga region, PJSC” for 2020-2030.

**Item 1. On the budget approval of the Committees of the Board of Directors of the Company for 2H 2021.**

**Decision:**

1. To approve the budget of the Audit Committee of the Board of Directors of the Company for 2H 2021 in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.
2. To approve the budget of the Personnel and Remuneration Committee of the Board of Directors of the Company for 2H 2021 in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.
3. To approve the budget of the Strategy Committee of the Board of Directors of the Company for 2H 2021 in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.
4. To approve the budget of the Reliability Committee of the Board of Directors of the Company for 2H 2021 in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.
5. To approve the budget of the Grid Connection Committee under the Board of Directors of the Company for 2H 2021 in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

**Voting results:**

- |    |                                 |         |
|----|---------------------------------|---------|
| 1. | Alexander Viktorovich Golovtsov | - «FOR» |
| 2. | Yury Vladimirovich Goncharov    | - «FOR» |
| 3. | Vitaly Yuryevich Zarkhin        | - «FOR» |
| 4. | Maria Vyacheslavna Korotkova    | - «FOR» |
| 5. | Daniil Vladimirovich Krainskiy  | - «FOR» |
| 6. | Anastasiya Igorevna Krupenina   | - «FOR» |

- |     |                                |         |
|-----|--------------------------------|---------|
| 7.  | Andrey Vladimirovich Mayorov   | - «FOR» |
| 8.  | Igor Vladimirovich Makovskiy   | - «FOR» |
| 9.  | Alexey Valeryevich Molsky      | - «FOR» |
| 10. | Egor Vyacheslavovich Prokhorov | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk | - «FOR» |

**Total:**

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

**Decision is taken.**

**Item 2. On consideration of the report on the implementation in 2020 of the Development Program for smart metering of electricity of Rosseti Centre, PJSC for 2020-2030.**

**Decision:**

1. To take into consideration the report on the implementation in 2020 of the Development Program for smart metering of electricity of Rosseti Centre, PJSC for 2020-2030 (hereinafter – the Program) in accordance with Appendix # 6 to this decision of the Board of Directors of Rosseti Centre, PJSC.
2. To mark the non-fulfillment of the targets in accordance with Appendix # 7 to this decision of the Board of Directors of Rosseti Centre, PJSC.
3. To instruct the Sole Executive Body of the Company to ensure the submission of the updated Program to the Board of Directors of the Company, taking into account the synchronization of funding sources with the investment program and business plan of the Company.

**Voting results:**

- |     |                                 |               |
|-----|---------------------------------|---------------|
| 1.  | Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2.  | Yury Vladimirovich Goncharov    | - «FOR»       |
| 3.  | Vitaly Yuryevich Zarkhin        | - «ABSTAINED» |
| 4.  | Maria Vyacheslavna Korotkova    | - «FOR»       |
| 5.  | Daniil Vladimirovich Krainskiy  | - «FOR»       |
| 6.  | Anastasiya Igorevna Krupenina   | - «FOR»       |
| 7.  | Andrey Vladimirovich Mayorov    | - «FOR»       |
| 8.  | Igor Vladimirovich Makovskiy    | - «FOR»       |
| 9.  | Alexey Valeryevich Molsky       | - «FOR»       |
| 10. | Egor Vyacheslavovich Prokhorov  | - «FOR»       |
| 11. | Alexander Viktorovich Shevchuk  | - «ABSTAINED» |

**Total:**

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

**Decision is taken.**

**Item 3. On consideration of the consolidated report on the implementation in 2020 of the measures provided for by the Program “Digital transformation of Rosseti Centre, PJSC and Rosseti Centre and Volga region, PJSC” for 2020-2030.**

**Decision:**

To take into consideration the consolidated report on the implementation in 2020 of the measures provided for by the Program “Digital transformation of Rosseti Centre, PJSC and Rosseti Centre and Volga region, PJSC” for 2020-2030 in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.

**Voting results:**

- |    |                                 |               |
|----|---------------------------------|---------------|
| 1. | Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2. | Yury Vladimirovich Goncharov    | - «FOR»       |
| 3. | Vitaly Yuryevich Zarkhin        | - «ABSTAINED» |

- |            |                                |               |
|------------|--------------------------------|---------------|
| <b>4.</b>  | Maria Vyacheslavna Korotkova   | - «FOR»       |
| <b>5.</b>  | Daniil Vladimirovich Krainskiy | - «FOR»       |
| <b>6.</b>  | Anastasiya Igorevna Krupenina  | - «FOR»       |
| <b>7.</b>  | Andrey Vladimirovich Mayorov   | - «FOR»       |
| <b>8.</b>  | Igor Vladimirovich Makovskiy   | - «FOR»       |
| <b>9.</b>  | Alexey Valeryevich Molsky      | - «FOR»       |
| <b>10.</b> | Egor Vyacheslavovich Prokhorov | - «FOR»       |
| <b>11.</b> | Alexander Viktorovich Shevchuk | - «ABSTAINED» |

**Total:**

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

**Decision is taken.**

A dissenting opinion was received on this item from a member of the Board of Directors of the Company, A.V. Golovtsov (Appendix # 9).

**Appendices:**

1. The budgets of the Committees of the Board of Directors of the Company for 2H 2021 (Appendices ## 1-5).
2. The report on the implementation in 2020 of the Development Program for smart metering of electricity of Rosseti Centre, PJSC for 2020-2030 (Appendix # 6).
3. The list of the unfulfilled targets of the Development Program for smart metering of electricity of Rosseti Centre, PJSC for 2020-2030 (Appendix # 7).
4. The consolidated report on the implementation in 2020 of the measures provided for by the Program “Digital transformation of Rosseti Centre, PJSC and Rosseti Centre and Volga region, PJSC” for 2020-2030 (Appendix # 8).
5. The dissenting opinion from the member of the Board of Directors of the Company, A.V. Golovtsov, on agenda item # 3 (Appendix # 9).

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

**A.V. Mayorov**

**Corporate Secretary  
of Rosseti Centre, PJSC**

**S.V. Lapinskaya**