

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

«05» March 2022

Moscow

No. 10/22

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: **05.03.2022.**

AGENDA:

1. On consideration of the Company's shareholders' proposals for inclusion of items on the agenda of the Company's Annual General Meeting of Shareholders and nomination of candidates for the Company's management and control bodies.
2. On determination of the date of the meeting of the Company's Board of Directors to consider issues related to the preparation for the Company's Annual General Meeting of Shareholders.

Item 1. On consideration of the Company's shareholders' proposals for inclusion of items on the agenda of the Company's Annual General Meeting of Shareholders and nomination of candidates for the Company's management and control bodies.

Decision:

Decision:

1. To include the following nominees into the list of candidates for voting to be elected for the Board of Directors of the Company:

Item #	Candidate, proposed by the shareholder (s) to be included into the list for voting to be elected for the Board of Directors of the Company	Position, Place of Employment of the Candidate, proposed by the shareholder (s) to be included into the list for voting to be elected for the Board of Directors of the Company	Full name/name of the shareholder (s), who proposed to include the Candidate into the list for voting to be elected for the Board of Directors of the Company	Number of voting shares of the Company held by the shareholder (s) (in percentage terms)
1	Alexander Viktorovich Golovtsov		Company «New Russian Generation Limited»	15,98
2	Vitaly Yuryevich Zarkhin		Company «New Russian Generation Limited»	15,98
3	Andrey Vladimirovich Morozov	Legal Director, Association of Institutional Investors	Company «New Russian Generation Limited»	15,98
4	Andrey Alexandrovich Marchenko	Partner, Investment company SINAI Capital	Company «New Russian Generation Limited»	15,98
5	Alexey Nikolayevich Zharikov	Adviser, JSC "Elektrosentraladka"	Arkady Vyacheslavovich Evstafiev	2,73
6	Yury Vladimirovich Goncharov	Chief Adviser of PJSC Rosseti	PJSC Rosseti	50,23
7	Maria Alexandrovna	Chief Adviser of PJSC Rosseti	PJSC Rosseti	50,23

	Dokuchaeva			
8	Maria Vyacheslavna Korotkova	Development Director of Technoinnovation LLC	PJSC Rosseti	50,23
9	Daniil Vladimirovich Krainskiy	Deputy Director General for Legal Support of PJSC Rosseti	PJSC Rosseti	50,23
10	Andrey Vladimirovich Mayorov	First Deputy Director General - Chief Engineer of PJSC Rosseti	PJSC Rosseti	50,23
11	Igor Vladimirovich Makovskiy	General Director of Rosseti Centre, PJSC	PJSC Rosseti	50,23
12	Alexey Valeryevich Molsky	Deputy Director General for Investment, Capital Construction and Sale of Services of PJSC Rosseti	PJSC Rosseti	50,23
13	Alexey Alexandrovich Polinov	Acting Deputy Director General for Economics and Finance of PJSC Rosseti	PJSC Rosseti	50,23
14	Egor Vyacheslavovich Prokhorov	Deputy Director General for Strategy of PJSC Rosseti	PJSC Rosseti	50,23
15	Dmitry Vladimirovich Tokar-Mezhikovskiy	Head of the Legal Department of PJSC Rosseti	PJSC Rosseti	50,23
16	Andrey Petrovich Tulba	Director for Economics and Finance - Head of the Department of Economic Planning and Tariff Formation of PJSC Rosseti	PJSC Rosseti	50,23

2. To include the following nominees into the list of candidates for voting to be elected for the Audit Commission of the Company:

Item ##	Candidate, proposed by the shareholder (s) to be included into the list for voting to be elected for the Audit Commission of the Company	Position, Place of Employment of the Candidate, proposed by the shareholder (s) to be included into the list for voting to be elected for the Audit Commission of the Company	Full name/name of the shareholder (s), who proposed to include the Candidate into the list for voting to be elected for the Audit Commission of the Company	Number of voting shares of the Company held by the shareholder (s) (in percentage terms)
1	Svetlana Nikolaevna Kovaleva	Director for Internal Audit - Head of the Internal Audit Department of PJSC Rosseti	PJSC Rosseti	50,23
2	Viktor Vladimirovich Tsarkov	First Deputy Head of the Internal Audit Department of PJSC Rosseti	PJSC Rosseti	50,23
3	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	PJSC Rosseti	50,23
4	Gayane Robertovna Andriasova	Deputy Head of the Office of Corporate Audit and Control of Subsidiaries of the Internal Audit Department of PJSC Rosseti	PJSC Rosseti	50,23
5	Vitaly Viktorovich Sorokin	First Deputy Head of the Internal Control and Risk Management Department of PJSC Rosseti	PJSC Rosseti	50,23

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 determination of the date of the meeting of the Company's Board of Directors to consider issues related to the preparation for the Company's Annual General Meeting of Shareholders.

Decision:

To determine the date of the meeting of the Company's Board of Directors to consider issues related to the preparation for the Company's Annual General Meeting of Shareholders - not later than 06 May 2022.

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.

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

A.V. Mayorov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya