

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

«11» March 2022

Moscow

No. 12/22

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: **11.03.2022.**

AGENDA:

1. On consideration of the report of the Company's internal audit «Assessment of the implementation of the non-core asset disposal program and the action plan for the sale of non-core assets of Rosseti Centre, PJSC in 2021».
2. On consideration of the report of General Director of the Company «On compliance with the Information Policy of Rosseti Centre, PJSC in 2021».

Item 1. On consideration of the report of the Company's internal audit «Assessment of the implementation of the non-core asset disposal program and the action plan for the sale of non-core assets of Rosseti Centre, PJSC in 2021».

Decision:

To take into consideration Auditor's report № 01-2022 – «Rosseti Centre» to check the «Assessment of the implementation of the non-core assets alienation program and the action plan for the sale of non-core assets in Rosseti Centre, PJSC» dated 31.01.2022, in accordance with Appendix # 1 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 | - «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 | - «FOR» |

Total:

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

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 # 3).

Item 2. On consideration of the report of General Director of the Company «On compliance with the Information Policy of Rosseti Centre, PJSC in 2021».

Decision:

To take into consideration the report of General Director of the Company «On compliance with the Information Policy of Rosseti Centre, PJSC in 2021» in accordance with Appendix # 2 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» |
| 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»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

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 # 4).

Appendices:

1. Auditor's report № 01-2022 – «Rosseti Centre» to check the «Assessment of the implementation of the non-core assets alienation program and the action plan for the sale of non-core assets in Rosseti Centre, PJSC» dated 31.01.2022 (Appendix # 1).
2. The report of General Director of the Company «On compliance with the Information Policy of Rosseti Centre, PJSC in 2021» (Appendix # 2).
3. The dissenting opinions from the member of the Board of Directors of the Company, A.V. Golovtsov, on the agenda items (Appendices ## 3-4).

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

A.V. Mayorov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya