

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

«29» March 2022

Moscow

No. 16/22

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: **29.03.2022.**

AGENDA:

- 1.** On approval of the internal audit report on the implementation of the Work plan and the results of internal audit activities, including the results of self-assessment of the quality of internal audit activities, for 2021, as well as the implementation of the action plan for the development and improvement of the Company's internal audit activities.
- 2.** On approval of the Schedule of activities to reduce overdue accounts receivable of Rosseti Centre, PJSC for electricity transmission services and settlement of disputes established by 01.01.2022.
- 3.** On approval of the Schedule of activities to reduce overdue accounts receivable of Rosseti Centre, PJSC for electricity supplied and settlement of disputes established by 01.01.2022.
- 4.** On coordination of holding positions in governing bodies of other organizations by a member of the Management Board of the Company.

Item 1. On approval of the internal audit report on the implementation of the Work plan and the results of internal audit activities, including the results of self-assessment of the quality of internal audit activities, for 2021, as well as the implementation of the action plan for the development and improvement of the Company's internal audit activities.

Decision:

To approve the report on the implementation of the internal audit Work plan of Rosseti Centre, PJSC for 2021, including the results of self-assessment of the quality of internal audit activities for 2021, the results of the implementation in 2021 of the Plan for development and improvement of the Company's internal audit activities for the period from 2020 to 2024, as well as the achievement of key performance indicators of the head of the internal audit division of Rosseti Centre, PJSC in 2021 and the Action plan for professional development of internal auditors of Rosseti Centre, PJSC for the period of 2022-2024 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 | - «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 approval of the Schedule of activities to reduce overdue accounts receivable of Rosseti Centre, PJSC for electricity transmission services and settlement of disputes established by 01.01.2022.

Decision:

1. To approve the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.01.2022, in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

2. To take into consideration the report of General Director of the Company on execution of the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.10.2021, approved by the decision of the Board of Directors of the Company on 06.12.2021 (Minutes of 07.12.2021 # 57/21), in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

3. To take into consideration the report of General Director of the Company on the work performed by Rosseti Centre, PJSC in relation to newly created overdue accounts receivable for electricity transmission services in 4Q 2021 in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

4. To take into consideration the report of General Director of the Company on the repayment for 12 months of 2021 of overdue accounts receivable, formed on 01.01.2021, in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

5. To instruct General Director of the Company:

5.1. To ensure repayment in 2022 of RUB 8,331.0 million of overdue accounts receivable from the value that had developed as of 01.01.2022, including RUB 1,466.6 million in the 1st quarter of 2022, RUB 964.6 million in the 2nd quarter of 2022, RUB 216.1 million in the 3rd quarter of 2022, RUB 5,683.7 million in the 4th quarter of 2022.

5.2. To provide quarterly submission, within the framework of this issue, of information on the progress of the execution of the instruction specified in para. 5.1. of this decision (on an accrual basis since the beginning of the year).

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

Total:

«FOR»	- «8»
«AGAINST»	- «1»
«ABSTAINED»	- «2»

Decision is taken.

Item 3. On approval of the Schedule of activities to reduce overdue accounts receivable of Rosseti Centre, PJSC for electricity supplied and settlement of disputes established by 01.01.2022.

Decision:

1. To approve the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.01.2022, in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

2. To take into consideration the report of General Director of the Company on execution of the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.10.2021, approved by the decision of the Board of Directors of the Company on 06.12.2021 (Minutes of 07.12.2021 # 57/21), in accordance with Appendix # 7 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 | - «AGAINST» |

Total:

«FOR»	- «9»
«AGAINST»	- «1»
«ABSTAINED»	- «1»

Decision is taken.

Item 4. On coordination of holding positions in governing bodies of other organizations by a member of the Management Board of the Company.

Decision:

To approve the combination of Vladislava Vladimirovna Rezakova, a member of the Management Board of the Company, with the position of Acting General Director of Infrastructural Investments-3 LLC (concurrently).

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.

Appendices:

1. The report on the implementation of the internal audit Work plan of Rosseti Centre, PJSC for 2021, including the results of self-assessment of the quality of internal audit activities for 2021, the results of the implementation in 2021 of the Plan for development and improvement of the Company's internal audit activities for the period from 2020 to 2024, as well as the achievement of key performance indicators of the head of the internal audit division of Rosseti Centre, PJSC in 2021 and the Action plan for professional development of internal auditors of Rosseti Centre, PJSC for the period of 2022-2024 (Appendix # 1).
2. The Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.01.2022 (Appendix # 2).
3. The report of General Director of the Company on execution of the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.10.2021, approved by the decision of the Board of Directors of the Company on 06.12.2021 (Minutes of 07.12.2021 # 57/21) (Appendix # 3).
4. The report of General Director of the Company on the work performed by Rosseti Centre, PJSC in relation to newly created overdue accounts receivable for electricity transmission services in 4Q 2021 (Appendix # 4).
5. The report of General Director of the Company on the repayment for 12 months of 2021 of overdue accounts receivable, formed on 01.01.2021 (Appendix # 5).
6. The Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.01.2022 (Appendix # 6).
7. The report of General Director of the Company on execution of the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.10.2021, approved by the decision of the Board of Directors of the Company on 06.12.2021 (Minutes of 07.12.2021 # 57/21) (Appendix # 7).

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

A.V. Mayorov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya