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|   | Public Joint stock company«Rosseti Centre» |

MINUTES

of meeting of the Board of Directors of Rosseti Centre, PJSC

 (in the form of absent voting)

«16» September 2022 Moscow No. 49/22

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, M.A. Dokuchaeva,
V.Y. Zarkhin, M.V. Korotkova, D.V. Krainskiy, A.V. Mayorov, I.V. Makovskiy, A.V. Molsky, A.V. Morozov, A.A. Polinov.**

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

The quorum **is present.**

Date of the minutes: **16.09.2022.**

**AGENDA:**

1. On consideration of the report of General Director of the Company on implementation of the decisions in 2Q 2022 taken at the meetings of the Board of Directors of the Company.
2. On consideration of the Company’s internal audit report on assessing the effectiveness of corporate governance for the 2021-2022 corporate year.

**Item 1. On consideration of the report of General Director of the Company on implementation of the decisions in 2Q 2022 taken at the meetings of the Board of Directors of the Company.**

**Decision:**

1. To take into consideration the report of General Director of the Company on implementation of the decisions in 2Q 2022 taken at the meetings of the Board of Directors of the Company,
in accordance with Appendices # 1-4 to this decision of the Board of Directors of the Company.

2. To recognize invalid:

- para. 3 of the decision of the Board of Directors of the Company taken on 04.02.2020 (Minutes dated 05.02.2020 # 05/20) on item # 1;

- para. 3 of the decision of the Board of Directors of the Company taken on 31.08.2021 (Minutes dated 31.08.2021 # 37/21) on item # 2.

3. To amend para. 2 of the decision of the Board of Directors of the Company taken on 16.03.2022 (Minutes # 13/22) on item # 2, reading it in the following edition:

*«2. To instruct General Director of the Company:*

*2.1. To ensure that the Report on implementation of the Roadmap for the development of additional (non-tariff) services of Rosseti Centre, PJSC, taking into account the Concept «Digital Transformation 2030», is submitted for consideration by the Grid Connection Committee under the Board of Directors of the Company.*

*Deadline – according to the results of the six months before the 15th day of the second month following the reporting period.*

*2.2. Annually to ensure that the Report on implementation of the Roadmap for the development of additional (non-tariff) services of Rosseti Centre, PJSC, taking into account the Concept «* *Digital Transformation 2030» is submitted for consideration by the Board of Directors of the Company».*

*Deadline – annually, no later than 5 April of the year following the reporting one».*

**Voting results:**

1. Alexander Viktorovich Golovtsov - «FOR»
2. Yury Vladimirovich Goncharov - «FOR»
3. Maria Alexandrovna Dokuchaeva - «FOR»
4. Vitaly Yuryevich Zarkhin - «FOR»
5. Maria Vyacheslavna Korotkova - «FOR»
6. Daniil Vladimirovich Krainskiy - «FOR»
7. Andrey Vladimirovich Mayorov - «FOR»
8. Igor Vladimirovich Makovskiy - «FOR»
9. Alexey Valeryevich Molsky - «FOR»
10. Andrey Vladimirovich Morozov - «FOR»
11. Alexey Alexandrovich Polinov - «FOR»

**Total:**

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

**Decision is taken.**

**Item 2. On consideration of the Company’s internal audit report on assessing the effectiveness of corporate governance for the 2021-2022 corporate year.**

**Decision:**

To take into consideration the internal audit report of Rosseti Centre, PJSC on assessing the effectiveness of the corporate governance for the 2021-2022 corporate year in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

**Voting results:**

1. Alexander Viktorovich Golovtsov - «ABSTAINED»
2. Yury Vladimirovich Goncharov - «FOR»
3. Maria Alexandrovna Dokuchaeva - «FOR»
4. Vitaly Yuryevich Zarkhin - «FOR»
5. Maria Vyacheslavna Korotkova - «FOR»
6. Daniil Vladimirovich Krainskiy - «FOR»
7. Andrey Vladimirovich Mayorov - «FOR»
8. Igor Vladimirovich Makovskiy - «FOR»
9. Alexey Valeryevich Molsky - «FOR»
10. Andrey Vladimirovich Morozov - «FOR»
11. Alexey Alexandrovich Polinov - «FOR»

**Total:**

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

**Decision is taken.**

*A dissenting opinion was received on the item from a member of the Board of Directors of the Company, A.V. Golovtsov (Appendix # 6).*

**Appendices:**

1. The report of General Director of the Company on implementation of the decisions in 2Q 2022 taken at the meetings of the Board of Directors of the Company (Appendices ## 1-4).
2. The internal audit report of Rosseti Centre, PJSC on assessing the effectiveness of the corporate governance for the 2021-2022 corporate year (Appendix # 5).
3. The dissenting opinion from the member of the Board of Directors of the Company, A.V. Golovtsov, on agenda item # 2 (Appendix # 6).

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| **Chairperson of the Board of Directors of Rosseti Centre, PJSC** |  | **A.V. Mayorov** |
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| **Corporate Secretary** **of Rosseti Centre, PJSC** |  | **S.V. Lapinskaya** |