

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

«08» August 2022

Moscow

No. 43/22

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: **08.08.2022.****AGENDA:**

1. On consideration of the report on the status of the Company's Registry of non-core assets in 2Q 2022.
2. On consideration of the report on implementation of the assignment of the Board of Directors of the Company issued on 06.07.2022 (Minutes # 36/22) regarding item # 2.
3. On approval of the Work Plan of the Board of Directors of Rosseti Centre, PJSC for 2022-2023.
4. On consideration of the report on execution of the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of Rosseti Centre, PJSC - Tverenergo for 2019-2023 in 1Q 2022.

Item 1. On consideration of the report on the status of the Company's Registry of non-core assets in 2Q 2022.**Decision:**

1. To take into consideration the report on the status of the Registry of non-core assets of Rosseti Centre, PJSC in 2Q 2022 in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.
2. To amend the Registry of non-core assets of Rosseti Centre, PJSC as of 31.12.2021 in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «AGAINST» |
| 2. Yury Vladimirovich Goncharov | - «FOR» |
| 3. Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 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:

«FOR»	- «9»
«AGAINST»	- «1»

«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 # 7.1).

Item 2. On consideration of the report on implementation of the assignment of the Board of Directors of the Company issued on 06.07.2022 (Minutes # 36/22) regarding item # 2.

Decision:

To take into consideration the report of General Director of Rosseti Centre, PJSC on implementation of para. 2.1.2 of the decision of the Board of Directors of the Company issued on 06.07.2022 (Minutes # 36/22) regarding item # 2 «On consideration of the Action Plan for the transition of Rosseti Centre, PJSC to the predominant use of domestic software for the period of 2021-2024» in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

Voting results:

- | | | |
|-----|---------------------------------|---------------|
| 1. | Alexander Viktorovich Golovtsov | - «FOR» |
| 2. | Yury Vladimirovich Goncharov | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 5. | Maria Vyacheslavna Korotkova | - «FOR» |
| 6. | Daniil Vladimirovich Krainkiy | - «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:

«FOR» - «10»

«AGAINST» - «0»

«ABSTAINED» - «1»

Decision is taken.

Item 3. On approval of the Work Plan of the Board of Directors of Rosseti Centre, PJSC for 2022-2023.

Decision:

To approve the Work Plan of the Board of Directors of Rosseti Centre, PJSC for 2022-2023 in accordance with Appendix # 4 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 | - «ABSTAINED» |
| 5. | Maria Vyacheslavna Korotkova | - «FOR» |
| 6. | Daniil Vladimirovich Krainkiy | - «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:

«FOR» - «9»

«AGAINST» - «0»

«ABSTAINED»

- «2»

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 # 7.2).

Item 4. On consideration of the report on execution of the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of Rosseti Centre, PJSC - Tverenergo for 2019-2023 in 1Q 2022.

Decision:

1. To take into consideration the report on execution of the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of Rosseti Centre, PJSC - Tverenergo following the results of 1Q 2022 in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.
2. To note the deviations of the main target indicators of the activities of the Tverenergo branch following the results of 1Q 2022, specified in Appendix # 6 to this decision of the Board of Directors of the Company.
3. To note the non-achievement of effects with the measures provided for by the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of Rosseti Centre, PJSC - Tverenergo following the results of 1Q 2022.

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 | - «ABSTAINED» |
| 11. Alexey Alexandrovich Polinov | - «FOR» |

Total:

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

Decision is taken.

Appendices:

1. The report on the status of the Registry of non-core assets of Rosseti Centre, PJSC in 2Q 2022 (Appendix # 1).
2. The amendments to the Registry of non-core assets of Rosseti Centre, PJSC as of 31.12.2021 (Appendix # 2).
3. The report of General Director of Rosseti Centre, PJSC on implementation of para. 2.1.2 of the decision of the Board of Directors of the Company issued on 06.07.2022 (Minutes # 36/22) regarding item # 2 «On consideration of the Action Plan for the transition of Rosseti Centre, PJSC to the predominant use of domestic software for the period of 2021-2024» (Appendix # 3).
4. The Work Plan of the Board of Directors of Rosseti Centre, PJSC for 2022-2023 (Appendix # 4).
5. The report on execution of the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of Rosseti Centre, PJSC - Tverenergo following the results of 1Q 2022 (Appendix # 5).
6. The deviations of the main target indicators of the activities of the Tverenergo branch following the results of 1Q 2022 (Appendix # 6).
7. The dissenting opinion from the member of the Board of Directors of the Company, A.V. Golovtsov, on agenda item #1, #3 (Appendices # 7.1, # 7.2).

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

A.V. Mayorov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya