

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

«28» April 2023

Moscow

No. 21/23

Form of the meeting: **absent voting.**

Total number of members of the Board of Directors: **11 people.**

Participants of the voting: **E.V. Andreeva, A.V. Golovtsov, Y.V. Goncharov, M.A. Dokuchaeva, V.Y. Zarkhin, M.V. Korotkova, E.V. Lyapunov, D.V. Krainskiy, I.V. Makovskiy, A.V. Morozov, A.A. Polinov.**

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

The quorum is **present.**

Date of the minutes: **28.04.2023.**

**AGENDA:**

1. On approval of amendment № 3 to Agreement on movable property lease dated 01.04.2015 № 7700/00050/15 between Rosseti Centre, PJSC and Infrastructure investments-3 LLC, which is a transaction related to purchase of property, which constitutes fixed assets that are used for transmission and distribution of electric energy.
2. On consideration of the report on the credit policy of the Company following the results of 2022, including the work carried out to reduce the cost of servicing the loan portfolio in 4Q 2022 and transactions made in 4Q 2022, and the status of servicing loans issued by Rosseti Centre, PJSC.
3. On approval of nomination of the Insurer of Rosseti Centre, PJSC.

**Item 1. On approval of amendment № 3 to Agreement on movable property lease dated 01.04.2015 № 7700/00050/15 between Rosseti Centre, PJSC and Infrastructure investments-3 LLC, which is a transaction related to purchase of property, which constitutes fixed assets that are used for transmission and distribution of electric energy.**

**Decision:**

1. To determine that the total cost of the Lessee's obligations under Lease Agreement dated 01.04.2015 № 7700/00050/15, taking into account Amendment № 3, cannot exceed 2 391 093 880 (Two billion three hundred ninety-one million ninety-three thousand eight hundred and eighty) rubles 33 kopecks, including VAT (20%) 398 515 646 (three hundred ninety-eight million five hundred fifteen thousand six hundred forty-six) rubles 72 kopecks for the period from the start date of the lease specified in the Transfer and Acceptance Certificate and terminating on the last calendar day of the month, which is the date on which 8 (eight) years expire from the date of commissioning of 100% of the total number of Equipment units under the Agreement.
2. To approve Amendment № 3 Agreement on movable property lease dated 01.04.2015 № 7700/00050/15 between Rosseti Centre, PJSC and Infrastructure investments-3 LLC, which is a transaction related to purchase of property, which constitutes fixed assets that are used for transmission and distribution of electric energy, on the terms and conditions in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.
3. To instruct General Director of Rosseti Centre, PJSC to ensure the conclusion with Infrastructure investments-3 LLC of Amendment № 3 to Agreement on movable property lease dated 01.04.2015 № 7700/00050/15 on the terms and conditions in accordance with paragraph 1 of this decision of the Board of Directors of the Company.

**Voting results:**

1. Elena Viktorovna Andreeva - «FOR»

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

**Total:**

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

**Decision is taken.**

**Item 2. On consideration of the report on the credit policy of the Company following the results of 2022, including the work carried out to reduce the cost of servicing the loan portfolio in 4Q 2022 and transactions made in 4Q 2022, and the status of servicing loans issued by Rosseti Centre, PJSC.**

**Decision:**

1. To take into consideration the report of General Director of the Company «On the credit policy of the Company following the results of 2022» in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.
2. To mark the excess of the target limit on financial leverage as of 31.12.2022.
3. To establish the Limit of debt on credits and loans at the level of RUB 55,185,208 thousand for the period until the Board of Directors of the Company considers the report on the Company's credit policy following the results of 2023, but for a period not exceeding 1 year from the date of this decision.
4. To take into consideration the report of General Director of the Company «On the work carried out to reduce the cost of servicing the loan portfolio in 4Q 2022» in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.
5. To take into consideration the report of General Director of the Company «On transactions made and the status of servicing loans issued by Rosseti Centre, PJSC in 4Q 2022» in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

**Voting results:**

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

**Total:**

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

**Decision is taken.**

### **Item 3. On approval of nomination of the Insurer of Rosseti Centre, PJSC.**

#### **Decision:**

To approve the following insurance company as the Insurer of Rosseti Centre, PJSC:

<b>Type of insurance</b>	<b>Insurance company</b>	<b>Period of insurance</b> (period of issue of certificates of insurance)
Comprehensive and collision car insurance (Fully Comp)	RESO	15.05.2023- 14.05.2024

#### **Voting results:**

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

#### **Total:**

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

#### **Decision is taken.**

#### **Appendices:**

1. The terms and conditions of Amendment № 3 to Agreement on movable property lease dated 01.04.2015 № 7700/00050/15 (Appendix # 1).
2. The report of General Director of the Company «On the credit policy of the Company following the results of 2022» (Appendix # 2).
3. The report of General Director of the Company «On the work carried out to reduce the cost of servicing the loan portfolio in 4Q 2022» (Appendix # 3).
4. The report of General Director of the Company «On transactions made and the status of servicing loans issued by Rosseti Centre, PJSC in 4Q 2022» (Appendix # 4).

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

**E.V. Lyapunov**

**Corporate Secretary  
of Rosseti Centre, PJSC**

**S.V. Lapinskaya**