

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

«05» March 2024

Moscow

No. 12/24

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

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

 Participants of the voting: **M.S. Agafonov, E.V. Andreeva, M.A. Dokuchaeva, A.N. Zharikov, V.Y. Zarkhin, M.V. Korotkova, Y.A. Leshchevskaya, E.V. Lyapunov, I.V. Makovskiy, A.V. Morozov, A.P. Tulba.**

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

 The quorum **is present.**

 Date of the minutes: **05.03.2024.**
AGENDA:

1. On consideration of the Company's shareholders' proposals for inclusion of items on the agenda of the Company's Annual General Meeting of Shareholders and nomination of candidates for the Company's management and control bodies.
2. On determination of the date of the meeting of the Company's Board of Directors to consider issues related to the preparation for the Company's Annual General Meeting of Shareholders.

Item 1. On consideration of the Company's shareholders' proposals for inclusion of items on the agenda of the Company's Annual General Meeting of Shareholders and nomination of candidates for the Company's management and control bodies.

Decision:

1. To include the following nominees into the list of candidates for voting to be elected for the Board of Directors of the Company:

Item ##	Candidate, proposed by the shareholder (s) to be included into the list for voting to be elected for the Board of Directors of the Company	Position, Place of Employment of the Candidate, proposed by the shareholder (s) to be included into the list for voting to be elected for the Board of Directors of the Company	Full name/name of the shareholder (s), who proposed to include the Candidate into the list for voting to be elected for the Board of Directors of the Company	Number of voting shares of the Company held by the shareholder (s) (in percentage terms)
1	Evgeny Viktorovich Lyapunov	Deputy Director General - Chief Engineer of PJSC Rosseti	PJSC Rosseti	50,69
2	Elena Viktorovna Andreeva	Deputy Director General for Sale of Services and Transport of Electric Energy of PJSC Rosseti	PJSC Rosseti	50,69
3	Maxim Sergeevich Agafonov	Director for Property Relations - Head of the Property Relations Department of PJSC Rosseti	PJSC Rosseti	50,69
4	Maria Alexandrovna Dokuchaeva	Chief Adviser of PJSC Rosseti	PJSC Rosseti	50,69
5	Yulia Alexandrovna Leshchevskaya	Deputy Director General for Strategy of PJSC Rosseti	PJSC Rosseti	50,69

6	Igor Vladimirovich Makovskiy	General Director of Rosseti Centre, PJSC	PJSC Rosseti	50,69
7	Alexey Alexandrovich Polinov	Chief Adviser of PJSC Rosseti	PJSC Rosseti	50,69
8	Andrey Petrovich Tulba	Director for Economics - Head of the Economics Department of PJSC Rosseti	PJSC Rosseti	50,69
9	Dmitry Vladimirovich Tokar-Mezhikovskiy	Head of the Legal Department of PJSC Rosseti	PJSC Rosseti	50,69
10	Maria Vyacheslavna Korotkova	Development Director of Technoinnovation LLC	PJSC Rosseti	50,69
11	Alexander Viktorovich Golovtsov	MC Era Investments LLC, Head of Investment Research	Company «New Russian Generation Limited»	15,98
12	Vitaly Yuryevich Zarkhin		Company «New Russian Generation Limited»	15,98
13	Andrey Vladimirovich Morozov	Association of Institutional Investors, Legal Director	Company «New Russian Generation Limited»	15,98
14	Alexander Viktorovich Shevchuk	Association of Institutional Investors, Executive Director	Company «New Russian Generation Limited»	15,98

2. To include the following nominees into the list of candidates for voting to be elected for the Audit Commission of the Company:

Item ##	Candidate, proposed by the shareholder (s) to be included into the list for voting to be elected for the Board of Directors of the Company	Position, Place of Employment of the Candidate, proposed by the shareholder (s) to be included into the list for voting to be elected for the Board of Directors of the Company	Full name/name of the shareholder (s), who proposed to include the Candidate into the list for voting to be elected for the Board of Directors of the Company	Number of voting shares of the Company held by the shareholder (s) (in percentage terms)
1	Anton Sergeevich Ulyanov	Director for Internal Audit - Head of the Internal Audit Department of PJSC Rosseti	PJSC Rosseti	50,69
2	Viktor Vladimirovich Tsarkov	First Deputy Head of the Internal Audit Department of PJSC Rosseti	PJSC Rosseti	50,69
3	Svetlana Mikhailovna Trishina	Deputy Head of the Internal Audit Department - Head of the Office of Corporate Audit and Control of Subsidiaries of the Internal Audit Department of PJSC Rosseti	PJSC Rosseti	50,69
4	Maxim Gennadievich Kormiltsev	Chief Expert of the Office of Corporate Audit and Control of Subsidiaries of the Internal Audit Department of PJSC Rosseti	PJSC Rosseti	50,69
5	Kirill Evgenievich Rogachev	Head of the Operational Audit Office of the Internal Audit Department of PJSC Rosseti	PJSC Rosseti	50,69

Voting results:

1. Maxim Sergeevich Agafonov - «FOR»
2. Elena Viktorovna Andreeva - «FOR»
3. Maria Alexandrovna Dokuchaeva - «FOR»
4. Alexey Nikolayevich Zharikov - «FOR»
5. Vitaly Yuryevich Zarkhin - «FOR»
6. Maria Vyacheslavna Korotkova - «FOR»
7. Yulia Alexandrovna Leshchevskaya - «FOR»
8. Evgeny Viktorovich Lyapunov - «FOR»
9. Igor Vladimirovich Makovskiy - «FOR»
10. Andrey Vladimirovich Morozov - «FOR»

11. Andrey Petrovich Tulba - «FOR»

Total:

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

Decision is taken.

Item 2. On determination of the date of the meeting of the Company's Board of Directors to consider issues related to the preparation for the Company's Annual General Meeting of Shareholders.

Decision:

To determine the date of the meeting of the Company's Board of Directors to consider issues related to the preparation for the Company's Annual General Meeting of Shareholders - not later than 15 May 2024.

Voting results:

1. Maxim Sergeevich Agafonov - «FOR»
2. Elena Viktorovna Andreeva - «FOR»
3. Maria Alexandrovna Dokuchaeva - «FOR»
4. Alexey Nikolayevich Zharikov - «FOR»
5. Vitaly Yuryevich Zarkhin - «FOR»
6. Maria Vyacheslavna Korotkova - «FOR»
7. Yulia Alexandrovna Leshchevskaya - «FOR»
8. Evgeny Viktorovich Lyapunov - «FOR»
9. Igor Vladimirovich Makovskiy - «FOR»
10. Andrey Vladimirovich Morozov - «FOR»
11. Andrey Petrovich Tulba - «FOR»

Total:

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

Decision is taken.

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

E.V. Lyapunov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya