

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

«28» January 2022

Moscow

No. 02/22

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: **31.01.2022.**

AGENDA:

1. On approval of target values of key performance indicators of General Director of Rosseti Centre, PJSC for 2022.
2. On approval of the Program for Guaranteeing and Improving the Quality of Internal Audit of Rosseti Centre, PJSC in a new edition.
3. On consideration of the report on approval of the Investment Program of Rosseti Centre, PJSC for 2022 – 2026 and amendments, entered into the Investment Program of Rosseti Centre, PJSC for 2021 – 2025, approved by Order of the Ministry of Energy of Russia of 14.12.2020 № 11@ with the amendments, entered by Order of the Ministry of Energy of Russia of 22.12.2021 № 23@.
4. On consideration of information on the implementation of regulatory legal acts on the establishment of indicators of reliability and quality of services of the branch of Rosseti Centre, PJSC - Lipetskenergo for 2022-2026.

Item 1. On approval of target values of key performance indicators of General Director of Rosseti Centre, PJSC for 2022.

Decision:

1. To approve the target values of key performance indicators of General Director of Rosseti Centre, PJSC for 2022 in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.
2. Due to the presence of objective reasons, not to take into account the growth of maintenance and repair costs and labour costs when assessing the implementation of the annual key performance indicator “Reduction of specific operating costs (expenses)” in accordance with the procedure for calculating the indicator (clause 2.4) established in the Method of calculation and assessment of key performance indicators of General Director of Rosseti Centre, PJSC, approved by the decision of the Board of Directors of Rosseti Centre, PJSC on 12.10.2020 (Minutes dated 13.10.2020 # 46/20), starting from 2022, subject to additional justification.

Voting results:

1. Alexander Viktorovich Golovtsov - «ABSTAINED»
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 | - «ABSTAINED» |

Total:

«FOR»	- «7»
«AGAINST»	- «0»
«ABSTAINED»	- «4»

Decision is taken.

Item 2. On approval of the Program for Guaranteeing and Improving the Quality of Internal Audit of Rosseti Centre, PJSC in a new edition.

Decision:

1. To approve the Program for Guaranteeing and Improving the Quality of Internal Audit of Rosseti Centre, PJSC (hereinafter – the Program for Guaranteeing) in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.
2. The Internal Audit Department of Rosseti Centre, PJSC shall ensure the application of the Program for Guaranteeing in a new edition starting from the assessment for 2022.
3. To recognize the Program for Guaranteeing and Improving the Quality of Internal Audit of IDGC of Centre, PJSC, approved by the Board of Directors of the Company on 12.12.2016 (Minutes dated 13.12.2016 # 33/16), to have lost force.

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 | - «FOR» |

Total:

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

Decision is taken.

Item 3. On consideration of the report on approval of the Investment Program of Rosseti Centre, PJSC for 2022 – 2026 and amendments, entered into the Investment Program of Rosseti Centre, PJSC for 2021 – 2025, approved by Order of the Ministry of Energy of Russia of 14.12.2020 № 11@ with the amendments, entered by Order of the Ministry of Energy of Russia of 22.12.2021 № 23@.

Decision:

To take into consideration the report on approval of the Investment Program of Rosseti Centre, PJSC for 2022 – 2026 and amendments, entered into the Investment Program of

Rosseti Centre, PJSC for 2021 – 2025, approved by Order of the Ministry of Energy of Russia of 14.12.2020 № 11@ with the amendments, entered by Order of the Ministry of Energy of Russia of 22.12.2021 № 23@, in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 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 | - «FOR» |

Total:

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «3»

Decision is taken.

Item 4. On consideration of information on the implementation of regulatory legal acts on the establishment of indicators of reliability and quality of services of the branch of Rosseti Centre, PJSC - Lipetskenergo for 2022-2026.

Decision:

To take into consideration the information on the implementation of regulatory legal acts on the establishment of indicators of reliability and quality of services of the branch of Rosseti Centre, PJSC - Lipetskenergo for 2022-2026 in accordance with Appendix # 4 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.

Appendices:

1. The target values of key performance indicators of General Director of Rosseti Centre, PJSC for 2022 (Appendix # 1).

2. The Program for Guaranteeing and Improving the Quality of Internal Audit of Rosseti Centre, PJSC (Appendix # 2).
3. The report on approval of the Investment Program of Rosseti Centre, PJSC for 2022 – 2026 and amendments, entered into the Investment Program of Rosseti Centre, PJSC for 2021 – 2025, approved by Order of the Ministry of Energy of Russia of 14.12.2020 № 11@ with the amendments, entered by Order of the Ministry of Energy of Russia of 22.12.2021 № 23@ (Appendix # 3).
4. The information on the implementation of regulatory legal acts on the establishment of indicators of reliability and quality of services of the branch of Rosseti Centre, PJSC - Lipetskenergo for 2022-2026 (Appendix # 4).

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

A.V. Mayorov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya