

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

«20» August 2021

Moscow

No. 36/21

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: **23.08.2021.**

AGENDA:

1. On approval of the report on implementation in 2020 of the Innovative Development Program of Rosseti Centre, PJSC for 2020-2024 with an outlook until 2030 and the Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2021-2025.
2. On consideration of the report on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of Rosseti Centre's Group for 1Q 2021.
3. On approval of an internal document of the Company - the Internal Audit Policy of the Company in a new edition.

Item 1. On approval of the report on implementation in 2020 of the Innovative Development Program of Rosseti Centre, PJSC for 2020-2024 with an outlook until 2030 and the Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2021-2025.

Decision:

1. To approve the report on implementation in 2020 of the Innovative Development Program of Rosseti Centre, PJSC for 2020-2024 with an outlook until 2030 in accordance with Appendix # 1 to the decision of the Board of Directors of the Company.
2. To approve the Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2021-2025, including the plan of activities for research and (or) experimental design work in accordance with Appendix # 2 to the decision of the Board of Directors of the Company.
3. To instruct General Director of the Company:
 - 3.1. To ensure the implementation of the Innovative Development Program of Rosseti Centre, PJSC for the period of 2020-2024 with an outlook until 2030 within the funding limits provided for by the approved Investment Program of the Company, the draft for adjusting the Investment Program and the Business Plan of the Company.
 - 3.2. As part of reporting on the implementation of the Innovative Development Program for 2020, to update the mid-term plan for the implementation of the design and survey work of Rosseti Centre, PJSC for 2021-2025 in accordance with the funding limits of the Investment Program of the Company (approved by the Ministry of Energy of Russia/directed for approval) and the approved Business Plan of Rosseti Centre, PJSC.

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 consideration of the report on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of Rosseti Centre's Group for 1Q 2021.

Decision:

To take into consideration the report on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of Rosseti Centre's Group for 1Q 2021 in accordance with Appendices ## 3-4 to this decision of the Board of Directors of the Company.

Voting results:

- | | | |
|-----|---------------------------------|---------------|
| 1. | Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2. | Yury Vladimirovich Goncharov | - «FOR» |
| 3. | 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 3. On approval of an internal document of the Company - the Internal Audit Policy of the Company in a new edition.

Decision:

To approve the Internal Audit Policy of the Company in a new edition in accordance with Appendix # 5 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 | - «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.

Appendices:

1. The report on implementation in 2020 of the Innovative Development Program of Rosseti Centre, PJSC for 2020-2024 with an outlook until 2030 (Appendix # 1).
2. The Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2021-2025, including the plan of activities for research and (or) experimental design work (Appendix # 2).
3. The report on execution of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of Rosseti Centre's Group for 1Q 2021 (Appendices ## 3-4).
4. The Internal Audit Policy of the Company in a new edition (Appendix # 5).

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

A.V. Mayorov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya