

**EXTRACT FROM MINUTES**

of the Board of Directors of Public Joint stock company «Rosseti Centre»  
(Rosseti Centre, PJSC)

«30» June 2025

Moscow

No. 23/25

**Method of decision-making:** absentee voting.**Date and time for accepting written votes:** 18.00 hours «30» June 2025.**Total number of members of the Board of Directors:** 11 persons.**Persons who took part in the absentee voting:** M.S. Agafonov, A.G. Aleshin, E.V. Andreeva, M.A. Dokuchaeva, V.Y. Zarkhin, K.Y. Kravchenko, E.V. Lyapunov, A.V. Morozov, S.S. Pikin, A.V. Shevchuk, B.B. Ebzeev.**Persons who did not take part in the absentee voting:** none.**Quorum:** present.**Date of drawing up the Minutes:** 30.06.2025.**Details of the person who signed the Minutes:** Lyapunov Evgeny Viktorovich - Chairman of the Board of Directors of Rosseti Centre, PJSC.**AGENDA ITEMS PUT TO VOTE AND DECISIONS TAKEN ON THEM:****ITEM 5. On the recognition of members of the Board of Directors of Rosseti Centre, PJSC as independent directors.****THEY DECIDED on para.1:..****THEY DECIDED on para.2:..****THEY DECIDED on para.3:**

3.1. In accordance with the conducted assessment of compliance of the member of the Board of Directors of the Company Sergey Sergeevich Pikin with the independence criteria, established in Appendix 4 of the Listing Rules of PJSC Moscow Exchange (hereinafter - the Rules), and the Recommendations of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC, taken on 22.04.2025 (Minutes # 03/25), to recognize S.S. Pikin as an independent director despite his formal criteria of relation in connection with the following:

3.1.1. with the Company (subpara. 2 of para. 4 of Appendix 4 to the Rules):

- S.S. Pikin holds the position of a member of the Board of Directors in Rosseti North-West, PJSC and Rosseti Lenenergo, PJSC - organizations, controlled by the entity that controls the Company (PJSC Rosseti).

3.1.2. with the significant shareholder of the Company (subpara. 3 of para. 5 of Appendix 4 to the Rules):

- S.S. Pikin holds the position of a member of the Board of Directors in more than two legal entities controlled by the substantial shareholder of the Company (PJSC Rosseti), and also under the indirect control of the Russian Federation - the entity controlling the significant shareholder of the Company - Rosseti Centre, PJSC, Rosseti North-West, PJSC and Rosseti Lenenergo, PJSC.

3.1.3. with a significant counterparty of the Company (subpara. 1 of para. 6 of Appendix 4 to the Rules):

- S.S. Pikin holds the position of a member of the Board of Directors of Rosseti Lenenergo, PJSC and Rosseti North-West, PJSC, which are controlled entities of a significant counterparty of the Company – PJSC Rosseti, the amount of liabilities under the contract with which exceeds 2% of the book value of the consolidated assets of the Company as of 31.03.2025 and 2% of the consolidated proceeds (income) of the Company as of 31.12.2024.

3.2. To note that no other relation criteria have been identified.

3.3. To recognize that such relation with the Company, with the significant shareholder of the Company and the significant counterparty of the Company is formal and does not affect the independence in the formation by S.S. Pikin of his position on agenda items of the Board of Directors of the Company, his ability to accept objective, conscientious and independent of the influence of executive bodies of Rosseti Centre, PJSC, the significant shareholder and substantial counterparty decisions based on the following:

3.3.1. S.S. Pikin was nominated as an independent candidate to the Board of Directors of Rosseti Centre, PJSC by the controlling shareholder of the Company (PJSC Rosseti) and did not express his intention to perform the functions of a representative of PJSC Rosseti.

3.3.2. S.S. Pikin has no obligation to vote on issues on the agenda of the Board of Directors of the Company in accordance with the voting instructions and position formed by the Company's significant shareholder - PJSC Rosseti. There is also no obligation to vote in accordance with directives of an entity that controls the substantial shareholder of the Company (Russian Federation), since the Russian Federation exercises only indirect control over Rosseti Centre, PJSC.

3.3.3. S.S. Pikin participates in the work of the Boards of Directors of companies in the energy complex, including as an independent director since 2019 in Rosseti North-West, PJSC, since 2020 in Rosseti Lenenergo, PJSC, since 2024 – in Rosseti Centre, PJSC (Minutes of 24.07.2024 # 35/24).

3.3.4. S.S. Pikin, possessing the necessary professional competencies, heads the Audit Committee and is a member of the Strategy Committee and the Grid Connection Committee of the Board of Directors of Rosseti Centre, PJSC, takes an active part in all convened meetings/absentee voting of the Board of Directors and the Committees of the Board of Directors of the Company (100% participation);

3.3.5. The Company and PJSC Rosseti concluded agreements on the provision of a targeted interest-free loan by the latter to the Company and the agreement on the contribution by PJSC Rosseti to the property of the Company, which does not increase its authorized capital and does not change the nominal value of shares, the source of which is a subsidy from the federal budget. The targeted interest-free loan was concluded to finance the activities of the Target Program for improving the reliability of power supply to consumers in the Tver region and other measures related to ensuring reliable and uninterrupted power supply to the Tver region, and is intended to ensure both the improvement of the quality of power supply to consumers and financial stability of the branch of Rosseti Centre, PJSC - Tverenergo, as well as obtaining savings on interest costs and improving the financial and economic condition of the Company. The Agreement on Contribution to the Company's Property is concluded in accordance with the Budget Code of the Russian Federation, Federal Law No. 419-FZ of 30 November 2024 «On the Federal Budget for 2025 and for the Planning Period of 2026 and 2027», Resolution of the Government of the Russian Federation No. 1780 of 25 October 2023 «On Approval of the Rules for the Provision of Subsidies from the Budgets of the Budgetary System of the Russian Federation, Including Grants in the Form of Subsidies, to Legal Entities, Individual

Entrepreneurs, and Individuals - Producers of Goods, Works, Services», Decision on the Procedure for Providing Subsidies No. 24-62116-01558-R of 28 February 2025 in order to achieve the result (implement the event) of the federal project «Guaranteed Supply of Affordable Electricity» of the state program of the Russian Federation «Development of Energy» and financial support (reimbursement) of the Company's costs to maintain reliable supply to consumers of electric energy through the implementation of measures to improve the reliability of the electric grid complex by purchasing the necessary goods, works, and services. Respectively, Rosseti Lenenergo, PJSC and Rosseti North-West, PJSC, being controlled entities of a significant counterparty of the Company – PJSC Rosseti, do not and cannot influence either the decisions made by management bodies of Rosseti Centre, PJSC, or the financial and economic activities of Rosseti Centre, PJSC.

3.4. To note that the decision to recognize the member of the Board of Directors of Rosseti Centre, PJSC S.S. Pikin as an independent director is reasonable and motivated.

3.5. S.S. Pikin in 2025 signed the Declaration of a member of the Board of Directors of Rosseti Centre, PJSC, recognized independent, in the form recommended by PJSC Moscow Exchange.

#### **RESULTS (SUMMARY) OF VOTING on para.3:**

- |                                    |               |
|------------------------------------|---------------|
| 1. Maxim Sergeevich Agafonov       | - «FOR»       |
| 2. Artem Gennadievich Aleshin      | - «FOR»       |
| 3. Elena Viktorovna Andreeva       | - «FOR»       |
| 4. Maria Alexandrovna Dokuchaeva   | - «FOR»       |
| 5. Vitaly Yuryevich Zarkhin        | - «FOR»       |
| 6. Konstantin Yurievich Kravchenko | - «FOR»       |
| 7. Evgeny Viktorovich Lyapunov     | - «FOR»       |
| 8. Andrey Vladimirovich Morozov    | - «FOR»       |
| 9. Alexander Viktorovich Shevchuk  | - «ABSTAINED» |
| 10. Boris Borisovich Ebzhev        | - «FOR»       |

#### **Total:**

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

#### **DECISION IS TAKEN on para.3.**

*In accordance with the methodological recommendations of PJSC Moscow Exchange, S.S. Pikin abstained from voting on the question of recognizing his candidacy as an independent director.*

#### **Minutes signed by:**

Chairperson of the Board of Directors

E.V. Lyapunov

Corporate Secretary

S.V. Lapinskaya

Extract is correct:

Corporate Secretary  
of Rosseti Centre, PJSC  
30.06.2025

S.V. Lapinskaya