

Appendix # 1
to Order of Rosseti Centre, PJSC
dated 29.05.2023 # 195-TSA

REGULATION

**«ON ACTIVITY OF THE CENTRAL PURCHASING AUTHORITY
of Rosseti Centre, PJSC»**

POU TSA BP 28/01-06/2023

Moscow

Data on the document

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1. General provisions

1.1. The regulation «On activity of the Central Purchasing Authority of Rosseti Centre, PJSC» is developed with a view of regulation of activity of a joint purchasing activity management body of Rosseti Centre, PJSC (hereinafter – the Company).

1.2. The Central Purchasing Authority of Rosseti Centre, PJSC (hereinafter - the CPA) is a joint constantly acting body created for the control and coordination of purchasing activity.

«The Central Purchasing Authority» is a functional, but not an organizational concept; such body carries out the functions fixed to it, thus, depending on the management system accepted in the Company, can be called as «the Central Tender Commission», «the Central Procurement Commission», etc.

1.3. The membership of the CPA is personal.

1.4. The main objectives of the activities of the CPA are to ensure control and coordination of the procurement activities of the Company in accordance with certain powers.

1.5. To achieve these goals, the CPA is guided by the principles of making the most objective decisions in the interests of the Company based on reliable information about the activities of the Company.

1.6. The CPA carries out its activities in accordance with the legislation of the Russian Federation, the Articles of Association of the Company, decisions of the Boards of Directors of the Company, orders, instructions and other decisions of the executive bodies of the Company, the Unified Procurement Standard of PJSC Rosseti (Regulation on Procurement), decisions of the CPA of PJSC Rosseti (according to the Regulation on Procurement), as well as this Regulation.

1.7. The provisions of this Regulation apply to all employees of the Company.

2. Standard references

At development of this Regulation the requirements of actual versions of the following standard documents were considered:

- Federal law «About purchases of goods, works, services by separate kinds of legal entities» dated 18.07.2011 # 223-FZ, taking into account changes brought in it;
- Legal acts, adopted in the development of the Federal Law «About purchases of goods, works, services by separate kinds of legal entities» dated 18.07.2011 # 223-FZ;
- the Unified Procurement Standard of PJSC Rosseti (Regulation on Procurement);
- the Articles of Association of Rosseti Centre, PJSC;
- Procedure regulations «Preparation of materials for sessions of the Board of Directors, Committees under the Board of Directors, the Management Board of the Company and execution of decisions accepted by the Board of Directors, Committees under the Board of Directors and the Management Board of the Company».

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3. Terms, definitions and abbreviations

3.1. This Regulation adopts the terms and definitions in relation to procurement activities, determined by the Unified Procurement Standard of PJSC Rosseti (Regulation on Procurement).

Concept/Term	Definition
Company (Customer)	A legal entity in whose interests and at whose expense the procurement is carried out
Procurement	A set of actions provided for by the Unified Procurement Standard of PJSC Rosseti (Regulation on Procurement) and aimed at timely and complete satisfaction of the Customer's needs for products on the basis of an agreement with the necessary indicators of price, quality and reliability
Procurement organizer	The customer or a third party acting under an agreement with him - a specialized legal entity acting as the organizer of the procurement or an individual duly registered and carrying out entrepreneurial activities without forming a legal entity (individual entrepreneur).
Trade and Procurement Procedure (TPP)	An ordered set of actions performed by the Organizer and participants in the procurement during its conduct (from announcement to summing up the results of the procurement) in the manner established by the Unified Procurement Standard of PJSC Rosseti (Regulation on Procurement)
Procurement participant (TPP)	Any legal entity, regardless of the legal form, form of ownership, location and place of origin of capital, or any individual, including an individual entrepreneur, who explicitly took part in the relevant procedures
Purchasing commission	A body created in advance to make the most important decisions in the course of a specific purchase of products (primarily the selection of a winner)
Procurement plan	A procurement plan for goods, works, services for the corresponding calendar year, formed in accordance with the Unified Procurement Standard of PJSC Rosseti (Regulation on Procurement)

3.2. The following abbreviations are adopted in this Regulation:

Abbreviation	Explanation
Internal regulation	Internal regulatory document
Procurement plan	Procurement plan of Rosseti Centre, PJSC
Company	Rosseti Centre, PJSC
Executive bodies	Governing bodies
Purchasing Procedure	Trade and Purchasing Procedure
CPA	Central Purchasing Authority (central tender commission) of Rosseti Centre, PJSC
CPA of Rosseti	Central Purchasing Authority of PJSC Rosseti
Standard	Unified Procurement Standard of PJSC Rosseti (Regulation on Procurement) (in the current version, used in the Company as an

Abbreviation	Explanation
	internal regulatory document on the basis of the relevant decision of the Board of Directors of the Company on joining the Unified Procurement Standard of PJSC Rosseti (Regulation on Procurement))

4. Principles of formation and structure of the CPA:

4.1. The structure of the CPA is presented as follows:

- Chairman of the CPA;
- Deputy Chairman of the CPA;
- Members of the CPA;
- Executive secretary of the CPA.

4.2. **The composition of the CPA** is approved in accordance with the provisions of the Standard in the amount of at least 5 (five) people (including the Executive secretary of the CPA, if he is appointed with the right to vote).

4.3. Chairman of the CPA.

4.3.1. The management of the CPA is carried out by its chairman. The Chairman of the CPA, as well as the Deputy Chairman of the CPA, in positions not lower than the Deputy General Director of the Company, are approved in accordance with subparagraph 4.2 of this Regulation.

4.3.2. In the absence of the Chairman of the CPA, his functions are performed by the Deputy Chairman of the CPA.

4.3.3. In exceptional cases, in the absence of the Chairman of the CPA and the Deputy Chairman of the CPA, the functions of the Chairman of the CPA may be performed by a member of the CPA appointed by the Chairman of the CPA in the course of business¹.

4.4. Members of the CPA:

4.4.1. They are appointed from the heads and officials of the Company. Representatives of higher organizations can also be appointed as members of the CPA;

4.4.2. They are approved in accordance with subparagraph 4.2 of this Regulation.

4.5. Executive secretary of the CPA.

4.5.1. Appointed from among the employees of the structural subdivision of the Company, which regulates the procurement activities of the Company;

4.5.2. Approved in accordance with subparagraph 4.2 of this Regulation as part of the CPA. It is possible to approve the candidature of the Executive secretary of the CPA, both with the right and without the right to vote. The Executive secretary, whose candidacy is approved with the right to vote, refers to the Members of the CPA;

4.5.3. An employee of the structural subdivision regulating the Company's procurement activities, who is entrusted with the duties of the Executive secretary of the

¹ Hereinafter, the phrase "appointed ... in working order" means any written form of appointment, including an indication of the appointment by e-mail

CPA for the period of absence of the latter, may be approved as a member of the CPA. The candidate is approved without the right to vote.

4.5.4. In exceptional cases, with the simultaneous absence of the Executive secretary of the CPA and the approved employee performing his duties (paragraph 4.5.3 of this Regulation), the functions of the Executive secretary of the CPA (without the right to vote) may be performed by another person from among the employees of the structural unit of the Company that regulates the procurement activities of the Company, appointed by the Chairman of the CPA in the course of business. In these cases, the appointed person is referred to as the "acting Executive secretary of the CPA".

5. Main tasks and functions of the CPA

5.1. The main tasks of the CPA are:

5.1.1. Strategic management, general control and coordination of the Company's procurement activities, within the framework of the requirements, conditions and principles of procurement activities determined by Federal Law "On the Procurement of Goods, Works, Services by Certain Types of Legal Entities" dated 18 July 2011 No. 223-FZ.

5.1.2. Implementation of methodological support for the organization of procurement activities, ensuring participation in the development and approval in the prescribed manner of the regulatory and methodological framework for procurement.

5.2. As part of the task "Strategic management, general control and coordination of the Company's procurement activities, within the framework of the requirements, conditions and principles of procurement activities defined by Federal Law "On the procurement of goods, works, services by certain types of legal entities" dated 18 July 2011 No. 223-FZ", the CPA performs the following functions:

5.2.1. Approval of the creation of purchasing bodies in addition to the CPA, except those expressly provided for by the Standard (if necessary).

5.2.2. Operational management of the Company's purchases, including the issues of their planning, organization, as well as monitoring the implementation of procurement activities, in accordance with the Standard, within certain competencies.

5.2.3. Consideration of issues on the conclusion of amendments to contracts concluded as a result of the TPP, in accordance with the norms of the Standard, within certain competencies.

5.2.4. Approval of the Procurement Plans and Reports on the implementation of the Procurement Plans as part of the preparation of materials for submission to the CPA of Rosseti and the Board of Directors of the Company.

5.2.5. Consideration and approval of current changes (adjustments) to the Procurement Plan (adjustment of the parameters of existing positions, inclusion of new positions, exclusion of positions) within the framework of the provisions of the Standard and the norms of the current legislation of the Russian Federation, as well as decisions and documents adopted by authorized bodies.

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5.2.6. Approval of a change in the procurement method as a result of the recognition of the previously conducted TPP as invalid, as well as approval of the choice of the procurement method, the use of which, for the existing reasons provided for by the Standard, is not allowed, under the conditions and in the cases specified by the Standard.

5.2.7. Coordination of the reduction of the terms of the TPP in accordance with the Standard and the requirements of the law.

5.2.8. Coordination of the procurement procedure in paper form (without the use of the functionality of electronic trading platforms), provided that such coordination does not contradict the norms of the Standard and the current legislation of the Russian Federation.

5.2.9. Quarterly review of the Report on the implementation of the Company's Procurement Plan for its subsequent submission for approval by the CPA of Rosseti in the manner and terms established by the Standard.

5.2.10. Consideration of reporting in the direction of procurement activities, the formation of which arises as a result of decisions/instructions of the governing bodies of the Company, the CPA of Rosseti, the internal regulation of the Company, etc. (if necessary).

5.2.11. Consideration and approval, in accordance with the Standard, of purchases planned to be carried out by the "purchase from a single supplier (executor, contractor)" method, within the established competencies.

5.2.12. Initiation of consideration by the governing bodies of the Company of the issue of bringing to disciplinary responsibility persons guilty of poor-quality procurement planning, persons who have committed violations of the provisions of the documents regulating the procurement activities of the Company, as well as persons who have caused non-execution of decisions and instructions of the CPA.

5.3. As part of the task "Implementation of methodological support for the organization of procurement activities, ensuring participation in the development and approval in the prescribed manner of the regulatory and methodological framework for procurement", the CPA performs the following functions:

5.3.1. Organization of development, review, coordination, approval/submission for approval by the governing bodies of the Company or other authorized bodies of methodological materials in the direction of procurement activities in the development of the norms and requirements of the Standard and legislation in the field of procurement.

5.3.2. Establishment of requirements and (or) recommendations for conducting and (or) not conducting procurements by separate methods and (or) in a separate form (using special procedures), in quantitative and (or) price terms, provided that such requirements and (or) the recommendations do not contradict the norms of the current legislation of the Russian Federation, the Standard and are not limited to the decisions of the CPA of Rosseti, as well as the decisions of the governing bodies of the Company.

5.3.3. Defining and/or agreeing on scenario conditions for the formation of the Procurement Plan (if necessary).

5.4. Within the framework of certain tasks, the CPA can comprehensively perform other functions for procurement activities determined by the Standard, decisions of the

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CPA of Rosseti, administrative documents, decisions of the Company's executive bodies, as well as the Company's internal regulation.

6. Management organization

6.1. The CPA carries out its activities by holding meetings in the manner and forms established by this Regulation.

6.2. Decisions taken at meetings of the CPA are binding on all structural divisions and employees of the Company in respect of which such decisions are made, after the minutes of the meeting are signed by the chairman of the CPA, or a person replacing him.

7. Rights and responsibilities of the CPA and its members

7.1. The CPA has the right to:

7.1.1. Carry out analysis, control and operational management of the Company's procurement activities.

7.1.2. Approve (if necessary) the schedule of meetings of the CPA (in the absence of such a need, the dates of the meetings, regardless of the form of their holding, are appointed by the Chairman of the CPA, or a person replacing him).

7.1.3. Initiate consideration by the Company's governing bodies of the issue of bringing to disciplinary liability persons (employees) guilty of poor-quality procurement planning, poor-quality procurement, violations committed in the implementation of procurement activities.

7.1.4. Initiate consideration of issues on determining the circle of persons responsible for agreeing on issues submitted for consideration by the CPA of Rosseti.

7.1.5. Make management decisions regarding the procurement activities of the Company within its competence.

7.1.6. Request and receive information to resolve issues within its competence, and make decisions on them.

7.1.7. Make (if necessary) changes to the decisions previously made by the CPA, or make decisions to cancel or suspend the decisions of the CPA.

7.1.8. In order to fulfill its tasks and carry out the above activities, the CPA has the right to request the necessary documents and information from employees and/or divisions of the Company, to give instructions to employees and/or divisions of the Company within its competence, in cases where this is necessary to resolve issues related to the organization of procurement activities, involve the employees of the Company, as well as external consultants and experts in the work in accordance with the procedure established by the internal regulation of the Company.

7.1.9. By a separate decision adopted in accordance with the procedure established by this Regulation, determine (approve) the procedure for preparing and submitting materials for its consideration, including the composition of the requirements for a set of

approvals, the deadlines for submitting materials for inclusion in the agenda of the next meeting, etc.

7.1.10. Invite persons who are not members of the CPA to participate in the meeting.

7.2. The Chairman of the CPA performs the following functions and has the right to:

- determines the form of holding meetings of the CPA;
- appoints the date and time of meetings of the CPA;
- approves the agenda of meetings of the CPA;
- determines the list of persons invited to discuss certain issues on the agenda of meetings of the CPA;
- controls the observance of the agenda of meetings of the CPA;
- puts to vote in the order of receipt of draft decisions on issues considered during meetings of the CPA;
- signs the minutes of meetings, notices of meetings, regardless of the form of their conduct;
- apply the casting vote in case of equality of votes cast for alternative solutions to the CPA, taking into account the specifics set out in section **Ошибка! Источник ссылки не найден.** of this Regulation;
- make decisions on holding extraordinary meetings of the CPA, as well as changing the terms of their convocation and reducing the time for sending materials on the agenda of such meetings;
- initiate consideration of issues not included in the agenda of the meeting, in agreement with the members of the CPA;
- perform other functions that do not contradict the norms of this Regulation and the Standard, as well as functions at the level of members of the CPA.

7.3. The Deputy Chairman of the CPA performs the following functions and has the right to:

- performs the functions of the chairman of the CPA in his absence;
- performs other functions at the level of members of the CPA.

7.4. Members of the CPA perform the following functions and have the right to:

- take part in discussion of issues within the competence of the CPA and development of an agreed collegial decision on issues under consideration by voting;
- in accordance with the established procedure, propose issues for inclusion in the agenda of meetings of the CPA;
- in agreement with the Chairman of the CPA, or a person replacing him, invite to meetings of persons who are not members of the CPA to participate in the discussion of agenda items;
- have access to all working materials on the agenda of meetings of the CPA;
- propose for consideration, during meetings of the CPA, issues not included in the agenda;

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- express/provide dissenting opinions on the agenda of the CPA meeting and initiate the attachment of such opinions to the relevant minutes, as well as propose wording of the draft decision that differs from the original ones (taking into account the procedure for submitting such proposals, defined by this Regulation);

- exercise control over the implementation of decisions within their competence;
- participate in the execution of decisions taken at the meeting.

7.5. All members of the CPA are required to:

- participate in meetings in person; replacement of a member of the CPA by another person is not allowed;
- contribute to implementation of decisions;
- carry out instructions of the CPA.

7.6. The Executive secretary of the CPA performs the following functions and has the right to:

- organizes technical (informational, documentary, protocol, secretarial) support for the activities of the CPA, on the basis of this Regulation, other internal regulations of the Company and in accordance with instructions of the Chairman of the CPA within the framework of the competences established by this Regulation;

- forms and submits for approval to the Chairman of the CPA the schedules of meetings (if necessary, their preparation);

- forms and submits for approval to the Chairman of the CPA drafts of the agenda/corrections of the agenda of the next meeting of the CPA on the basis of the materials received in the established manner for consideration by the CPA, as well as proposals of the members of the CPA;

- conducts work on organizing meetings of the CPA: ensures the preparation and timely distribution of documents (materials) necessary for organizing and holding a meeting of the CPA (a notice of meetings, draft decisions on the agenda of the meeting, draft documents for preliminary review, etc.);

- request and receive information necessary for the work of the CPA, including in accordance with the requests of members of the CPA, from employees and departments of the executive office and branches of the Company;

- prepares requests for provision of the necessary information (materials) on the agenda of meetings of the CPA to the address of the relevant subdivisions of the Company corresponding to the request;

- exercises control over the correctness of the execution of documents submitted for consideration by the CPA;

- collects questionnaires filled out by the members of the CPA, in the manner determined by this Regulation;

- organizes the recording of the course of meetings of the CPA, including, with the consent of the present members of the CPA, on any media (if necessary);

- draws up minutes of meetings of the CPA;

- communicates the decisions of the CPA to the executors in the form of extracts from the minutes of the meeting of the CPA;

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- systematizes and bears responsibility for the storage of documents and materials of the CPA;
- performs other functions provided for by this Regulation, instructions of the Chairman of the CPA (and/or a person replacing him) within the framework of the competences established by this Regulation.

8. Relationships and connections

8.1. Interaction of the CPA with the structural subdivisions of the Company is carried out in accordance with the procedure developed by the structural subdivision that regulates the procurement activities of the Company and approved in accordance with paragraph 7.1.9 of this Procedure.

9. Holding meetings of the CPA

9.1. Meetings of the CPA are held as necessary on the basis of the relevant decision of the Chairman of the CPA (or a person replacing him) and/or in accordance with the approved schedule of meetings of the CPA (if such a schedule has been approved).

9.2. The meetings of the CPA may be held in the form of:

- joint presence of members of the CPA (in-person form);
- absentee voting on the agenda items of the meeting (absentee form);
- in-person-absentee.

9.3. If necessary, the Chairman of the CPA may decide to hold an extraordinary meeting of the CPA, or postpone the scheduled meeting of the CPA.

9.4. At the initiative of the members of the CPA, in agreement with the Chairman of the CPA (or a person replacing him), persons who are not members of the CPA may be invited to the meeting to participate in the discussion of certain issues on the agenda of the meetings.

9.5. The meeting of the CPA is convened by sending a notice to the members of the CPA about the holding of the meeting of the CPA.

9.6. The notice of the meeting of the CPA must contain:

- full name of the meeting body;
- information about the date, place and time of the meeting;
- a form of the meeting;
- information on the date and time of the closing date for the receipt of questionnaires on the agenda items of the meeting (for meetings held in person-absentia or in absentia);
- the agenda of the meeting (as part of the notice or as an appendix to it).

9.7. The notice of the meeting is drawn up by the Executive secretary of the CPA (or a person replacing him, appointed in accordance with the procedure established by the

Regulation) and signed by the Chairman of the CPA or a person replacing him (in cases provided for by this Regulation).

9.8. The notice of the meeting is sent to the members of the CPA, as well as to the persons invited to participate in the meeting of the CPA, with information on the agenda items within the following terms:

a) In case of in-person and in-person-absentia forms - during the working day preceding the date of the meeting of the CPA, no later than 6 (six) working hours before the start of the meeting;

b) In case of absentee form - 1 (one) working day before the deadline for receiving questionnaires.

9.9. By decision of the Chairman of the CPA (a person replacing him), the periods specified in subparagraphs 9.8 can be reduced, but cannot be less than 6 (six) working hours before the start time of the meeting (the closing time for receiving questionnaires).

9.10. The notice of the meeting of the CPA and information (materials) on agenda items can be provided (sent) to the members of the CPA, as well as to persons invited to participate in the in-person meeting of the CPA in person, by facsimile, via e-mail or other information exchange resource officially accepted by the Company.

9.11. Persons invited to participate in the in-person meeting of the CPA are sent information (materials) on those issues on the agenda of the meeting of the CPA, in the discussion of which they are expected to participate.

9.12. Information (materials) on the agenda of the meeting includes:

- draft decisions of the CPA on issues included in the agenda of the meeting of the CPA;
- materials explaining (if necessary, confirming) the information set out in the draft decisions (sent to the members of the CPA upon request);
- other information materials on issues included in the agenda of the meeting of the CPA.

9.13. In the event that a decision is made to hold an extraordinary meeting, when the issues submitted for consideration by the CPA are of an urgent nature, the terms for convening an extraordinary meeting and sending information (materials, questionnaires) on the agenda of such a meeting may be reduced by decision of the Chairman of the CPA (a person replacing him), without taking into account the requirements of subparagraph 9.9 of this Regulation.

9.14. At the meetings of the CPA, held in-person and in-person-absentia forms, with the consent of all members of the CPA present, issues not included in the agenda of the meeting may be considered. When holding a meeting in absentia, it is possible to correct the approved agenda by decision of the Chairman of the CPA (a person replacing him) until the end of familiarizing the members of the CPA with information on the issues of the approved agenda, with the obligatory distribution of additional materials on the adjusted agenda.

9.15. Regardless of the chosen form of holding the meeting of the CPA, in the event that any of the members of the CPA votes "against" during the voting on the results of the discussion of the issue, the adoption and execution of a decision on such an issue is carried out with unconditional consideration of the features set forth in Section **Ошибка!** **Источник ссылки не найден.** of this Regulation.

10. The procedure for holding an in-person meeting of the CPA

10.1. An in-person meeting of the CPA is opened by the Chairman of the meeting - the Chairman of the CPA, and in his absence - by the Deputy Chairman of the CPA, or another person appointed in accordance with subparagraph 4.3.3 of this Regulation.

10.2. Members of the CPA, as well as invited persons, take part in the in-person meeting of the CPA.

10.3. An in-person meeting of the CPA is competent (has a quorum) in the case of personal (physical) presence at the meeting of at least half of the number of elected members of the CPA. At the same time, the participation of members of the CPA, as well as invited persons, is allowed through the use of videoconferencing (priority) or telephone communication, which is equivalent to their personal (physical) presence at the meeting.

10.4. The Executive secretary of the CPA (and in his absence, a person replacing him) determines the presence of a quorum for holding an in-person meeting of the CPA.

10.5. In the absence of a quorum, the meeting is declared invalid. In this case, the Chairman of the meeting shall take one of the following decisions:

- through consultations with the persons present at the meeting, determines the time of postponement of the beginning of the meeting;
- determines the date of the second meeting with the same agenda;
- includes issues that should be considered at the cancelled meeting of the CPA, in the agenda of the next scheduled meeting of the CPA.

10.6. The CPA meeting includes the following stages:

- a speech of the Executive secretary of the CPA (or a person replacing him), and in the case of a person invited on the issue under consideration, a speech of the invited person with a report on the agenda item;
- discussion of agenda items;
- proposals on the formulation of a decision on each issue on the agenda;
- voting on agenda items;
- counting of votes and tabulation of voting results;
- announcement of the voting results and the decision taken on the agenda items;
- if necessary, consideration and decision-making on issues not included in the agenda.

10.7. Decisions at an in-person meeting of the CPA of the Company are taken by a simple majority of votes of the members of the CPA present at the meeting, taking into

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account the specifics set forth in section **Ошибка! Источник ссылки не найден.** of this Regulation.

10.8. When holding in-person meetings, the personal presence of the members of the CPA is mandatory. Substitution of a member of the CPA by another person to participate in the voting is not allowed.

11. The procedure for holding an absentee meeting of the CPA

11.1. The decision to hold a meeting of the CPA in the form of absentee voting (by poll) is made by the Chairman of the CPA, and in his absence by a person replacing him.

11.2. . In order to make a decision by absentee voting, the members of the CPA shall be notified of the conduct of absentee voting on agenda items in the manner and within the time limits established by the relevant paragraphs of section **Ошибка! Источник ссылки не найден.** of this Regulation.

11.3. If a member of the CPA has proposals to change any of the submitted draft decisions:

a) A member of the CPA within the period specified in the notice of holding the corresponding meeting, sends to the Chairman of the CPA (or a person replacing him) and the Executive secretary of the CPA (or a person replacing him) a letter/memorandum signed by him outlining the relevant proposals;

b) The Executive secretary of the CPA (or a person replacing him), in agreement with the Chairman of the CPA (or a person replacing him), immediately notifies the members of the CPA about the proposals received and making appropriate changes to the draft decisions.

11.4. Questionnaires for voting (according to the form in Appendix 1), taking into account the available proposals for draft decisions, are sent to each member of the CPA no later than 4 (four) hours before the closing time for the receipt of questionnaires specified in the relevant notice of holding an absentee meeting, by means of facsimile message, e-mail or other information exchange resource officially accepted by the Company.

11.5. When filling out the questionnaire for absentee voting, a member of the CPA for each issue put to a vote, only one of the possible voting options (“for”, “against”, “abstained”) must be left uncrossed out. The completed questionnaire must be signed by a member of the CPA (in accordance with the established format of the questionnaire) indicating his last name, initials and date of completion. The signing of the questionnaire can be carried out using an electronic digital signature. It is allowed to sign the questionnaire using a facsimile image of the signature.

11.6. A completed and signed questionnaire must be submitted by a member of the CPA to the Executive secretary of the CPA (or a person replacing him) no later than the date and time of the end of acceptance of the questionnaires specified in the notification, in the original at the address indicated in the questionnaire, or a scanned (electronic) copy

by facsimile, e-mail or other means of information exchange officially used by the Company.

11.7. An unsigned questionnaire, as well as a questionnaire filled out and submitted in violation of the conditions of subparagraphs 11.5 and/or 11.6 of this Regulation, is recognized as invalid, does not participate in determining the quorum necessary for making a decision by absentee voting, is not taken into account when counting votes and determining voting results.

11.8. Members of the CPA, whose questionnaires were received by the Executive secretary of the CPA (or a person replacing him) in the original, or by facsimile, e-mail or other means of information exchange officially used in the Company, no later than within the established time period and the date of the end of the receipt of questionnaires in the manner prescribed by this Regulation, are considered to have part in the absentee meeting.

11.9. An absentee meeting of the CPA is considered competent (has a quorum), if at least half of the elected members of the CPA took part in it.

11.10. The results of voting on the agenda items of the meeting held in absentia are summed up on the basis of the questionnaires of the members of the CPA recognized as taking part in the meeting in accordance with paragraph 11.8 of this Regulation. him) draws up the minutes of the meeting of the CPA in the manner prescribed by this Regulation, taking into account the specifics set forth in Section **Ошибка! Источник ссылки не найден.** of this Regulation.

12. The procedure for holding an in-person and absentee meeting of the CPA

12.1. The decision to hold a meeting of the CPA in the form of in-person and absentee voting is made by the Chairman of the CPA, and in his absence by a person replacing him.

12.2. When organizing a meeting in person or in absentia, a member of the CPA may ensure his participation in it in one of the following ways:

- personal (physical) presence at the meeting;
- provision of a written opinion (questionnaire) on the agenda of the meeting of the CPA, drawn up in the manner and within the time limits stipulated by this Regulation.

12.3. A meeting in person or in absentia is held by the joint (physical) presence of the members of the CPA in the amount of at least 3 (three) people (excluding the Executive secretary of the CPA or a person replacing him). At the same time, a member of the CPA may participate in such a meeting of the CPA through the use of telephone or videoconferencing, which is equated to personal (physical) attendance at a meeting held in person and in absentia.

12.4. Members of the CPA, who were personally (physically) present at the meeting and absent from the meeting, whose written opinions (questionnaires) were drawn up and

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received in the manner and within the time limits stipulated by this Regulation, are considered to have taken part in the in-person and absentee meeting.

12.5. An in-person and absentee meeting of the CPA is considered competent (has a quorum), if at least half of the elected members of the CPA take part in it.

12.6. Written opinions of the members of the CPA, who were absent from the meeting, are drawn up exclusively by filling out the questionnaire for voting on the agenda items drawn up in accordance with Appendix 2.1 to this Regulation, taking into account the cases provided for by subparagraph 12.11 of this Regulation.

12.7. When filling out the questionnaire for in-person and absentee voting by a member of the CPA, who is absent at the meeting, on each issue put to the vote, only one of the possible voting options (“for”, “against”, “abstained”) should be left uncrossed out. The completed questionnaire must be signed by a member of the CPA (in accordance with the established format of the questionnaire) indicating his last name, initials and date of completion. The signing of the questionnaire can be carried out using an electronic digital signature. It is allowed to sign the questionnaire using a facsimile image of the signature.

12.8. The completed and signed questionnaire must be submitted by the member of the CPA absent at the meeting to the Executive secretary of the CPA (or a person replacing him) no later than the date and time of the end of receipt of the questionnaires (before the beginning of the meeting of the CPA) specified in the notice, in the original at the address indicated in the questionnaire, or a scanned copy by facsimile, e-mail or other means of information exchange officially used by the Company.

12.9. An unsigned questionnaire, as well as a questionnaire submitted in violation of the requirements and deadlines specified in subparagraphs 12.7, 12.8, 12.13 of this Regulation, is invalidated (in case of violations of the requirements for filling out voting options, it is invalidated only in part of the relevant question), does not participate in determining the quorum required for making a decision by absentee voting is not taken into account when counting votes and determining voting results.

12.10. A timely received written opinion (questionnaire) of a member of the CPA, who is absent from the meeting of the CPA, must be submitted by the Executive secretary of the CPA (or a person replacing him) for review by the members of the CPA present at the meeting.

12.11. If during the discussion of the agenda items at the meeting of the CPA, changes (amendments) or additions are made to the wording of the agenda item of the meeting or the draft decision on the agenda item of the meeting, written opinions (questionnaires) of the members of the CPA, who are absent from the meeting, when determining the quorum and results votes on relevant issues, are taken into account in the manner prescribed by subparagraphs 12.12 and 12.13 of this Regulation.

12.12. The Executive secretary of the CPA (or a person replacing him) draws up a questionnaire (in the form in accordance with Appendix 2.2) in accordance with the changes made to the wording of the question and/or draft decision, which is sent the next

day after the meeting to the members of the CPA, who were absent from the specified meeting and earlier submitted written opinions, for its completion and signing.

12.13. The questionnaire completed and signed by the member of the CPA, drawn up in accordance with subparagraph 12.12, must be submitted by the member of the CPA to the Executive secretary of the CPA (or a person replacing him) no later than 2 (two) working days after the date of the meeting in the manner specified in such questionnaire.

12.14. When determining the results of voting on issues included in the agenda, the following shall be simultaneously taken into account:

- opinions of the members of the CPA present at the meeting;
- written opinions (questionnaires) of the members of the CPA, who are absent from the meeting, drawn up and received in the manner prescribed by this Regulation.

12.15. Based on certain results, the Executive secretary of the CPA (or a person replacing him) sums up the results of voting on the agenda items and draws up the minutes of the meeting of the CPA in the manner prescribed by this Regulation, taking into account the specifics set out in section **Ошибка! Источник ссылки не найден.** of this Regulation.

12.16. Completed questionnaires of members of the CPA, taken into account when determining the results of voting, are attached to the minutes of the meetings of the CPA.

13. The procedure for making and formalizing decisions of the CPA

13.1. Decisions at the meeting of the CPA are made by a majority vote of the members of the CPA participating in the meeting, taking into account the specifics set out in Section **Ошибка! Источник ссылки не найден.** of this Regulation.

13.2. If:

- the number of votes “for” exceeds the total number of votes “against” and “abstained” – the decision on the issue put to the vote is considered adopted and is displayed in the voting results as “Decision taken”;
- the total number of votes “against” and “abstained” exceeds the number of votes “for” – the decision on the issue put to the vote is considered not adopted and is displayed in the voting results as “Decision not taken”.

13.3. When deciding issues at a meeting, each member of the CPA has one vote. In case of equality of votes, the vote of the Chairman of the CPA is decisive (equality of votes means equality between the number of votes “for” and the total number of votes “against” and “abstained”). The transfer of a vote by one member of the CPA to another member of the CPA or to another person is not allowed. At the same time, if during the meeting the powers of the Chairman of the CPA are performed by the Deputy Chairman of the CPA (in turn, in his absence, the person appointed in accordance with subparagraph 4.3.3 of this Regulation), the casting vote passes to him.

13.4. The Chairman of the CPA (Deputy Chairman of the CPA, another person appointed in accordance with subparagraph 4.3.3 of this Regulation) does not have the right to abstain from voting on the decision under discussion and votes last.

13.5. The minutes of the meeting of the CPA shall be drawn up no later than within 3 (three) business days after the date of its holding (summing up the results of absentee, in-person and absentee voting) by the Executive secretary of the CPA (or a person replacing him).

13.6. The minutes of the meeting of the CPA indicate:

- the form of the meeting;
- the date, place and time of the meeting (date and time of the deadline for receiving questionnaires);
- the date of drawing up the minutes;
- the list of members of the CPA, who took part in the meeting in person and the list of invited persons (for meetings held in-person or in absentia), as well as the list of members of the CPA, who voted in absentia (additionally for meetings held in-person or in absentia);
- the list of members of the CPA, who provided and did not provide questionnaires (for meetings held in absentia);
- information about the presence of a quorum;
- the agenda of the meeting;
- proposals of members of the CPA on the agenda items (if any);
- issues put to the vote, voting results on them, indicating the nature of the voting of each member of the CPA. In this case, if the vote on the issue was held unanimously, no indication of the nature of the vote is required; when splitting votes, it is sufficient to list the members of the CPA, who voted “against” and/or “abstained”;
- decisions taken as a result of voting.

Sample forms of minutes are given in Appendices 3, 4, 5. The sample forms are typical and can be supplemented with any other information necessary as a result of the meeting.

13.7. The minutes of the meeting of the CPA are signed by the Chairman of the meeting and the Executive secretary of the CPA (or a person replacing him). The signing of the Minutes of the meeting of the CPA, if necessary (but not necessarily), can be carried out by all members of the CPA, who participated in the corresponding meeting of the CPA (for meetings in in-person or in-person and in absentia).

13.8. Responsibility for the correctness of the minutes of the meeting of the CPA shall be borne by the Chairman and the person who performed the functions of the Executive secretary of the CPA during the relevant meeting.

13.9. At the request of a member of the CPA, a summary of his opinion on the agenda items of the meeting of the CPA may be attached to the minutes of the meeting of

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the CPA. Such an opinion is prepared by a member of the CPA and submitted to the Executive secretary of the CPA (or a person replacing him).

13.10. Decisions made by the CPA are brought to the attention of the initiators of issues and other interested parties in the form of extracts from the minutes of the meeting of the CPA no later than 3 (three) business days from the date of signing the minutes of the meeting of the CPA. An extract from the minutes of the meeting of the CPA is sent in the format of a scanned copy by e-mail, facsimile or other information exchange resource used in the Company.

14. Features of making and formalizing decisions when voting by a member of the CPA, who is a representative of PJSC Rosseti

14.1. If during the initial consideration of the issue based on the results of the voting, the voting of the CPA member, who is a representative of PJSC Rosseti, does not coincide with the position of the majority of members of the CPA (*except for cases when the specified representative of PJSC Rosseti abstained on the issue under consideration*), the following consecutive procedure is performed:

- a) The issue is withdrawn from consideration;
- b) The Executive secretary of the CPA (or a person replacing him):
 - no later than 2 (two) working days from the date of the meeting, information on the issue is sent to the structural subdivision of PJSC Rosseti in charge of corporate protection/economic security, etc. (a specific division, depending on the current organizational structure of PJSC Rosseti, is determined by the decision of the CPA of Rosseti or another document of PJSC Rosseti), and the approval by the specified structural division of a new date for re-consideration of the withdrawn issue within the framework of the upcoming meetings of the CPA (regular/extraordinary - in agreement with the Chairman of the CPA or a person replacing him);
 - the inclusion of the issue on the agenda of the meeting of the CPA is organized, taking into account the agreed date for reconsideration and for the adoption of a final decision by a majority of votes of the members of the CPA.

14.2. Registration of decisions in the minutes of the meeting of the CPA on issues in the cases specified in paragraph 14.1 is carried out as follows:

- a) The minutes shall indicate the initial draft decision put to the vote on the issue;
- b) The counting of votes is carried out in accordance with paragraphs 13.3, 13.413.4 of this Regulation, while the final number of votes is stated, indicating the names of the members of the CPA for each of the options (“for”, “against”, “abstained”) without displaying the total voting result in the form “Decision taken”/“Decision not taken”, provided for in paragraph 13.2 of this Regulation;
- c) As a conclusion, information is given with reference to this section on withdrawing the issue from consideration (on the grounds of paragraph 14.1 of this Regulation) and a description of the subsequent actions provided for in this section.

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15.1. In the course of repeated voting on the issue, the decision is made by a simple majority of votes, without applying the actions provided for in paragraph 14.1 of this Regulation, and is drawn up in the minutes in the manner specified in Section **Ошибка!** **Источник ссылки не найден.** of this Regulation.

15. The procedure for monitoring and controlling the execution of decisions

15.1. Monitoring and control over the implementation of the adopted decisions of the CPA is provided by the specialized division of the Company that initiated the issue for consideration by the CPA.

15.2. The CPA (if necessary) can carry out selective control of execution of the decisions made.

16. Confidentiality

16.1. During the period of fulfillment of their duties, as well as within one year after the expiration of the term of office in the CPA, persons, who are (were) members of the CPA, the Executive secretary of the CPA and third parties involved in work in the CPA (including persons responsible for the technical equipment during the in-person and in-person and absentia meetings - organization of videoconferencing, audio communication, etc.), are obliged to comply with the confidentiality requirements regarding the information received by them in connection with their activities in the CPA, which is not publicly available. The concept of information that is not publicly available in relation to the activities of the Company, and its composition is established by the decision of the authorized governing bodies of the Company.

16.2. Members of the CPA, the Executive secretary of the CPA and third parties involved in the work of the CPA are entitled to receive the specified information provided that they conclude an agreement with the Company on the use of this information.

16.3. All documents related to the activities of the CPA must be kept at the location of the Company in accordance with the procedure for storing documents established by the Company. The Executive secretary of the CPA is responsible for the storage of these documents.

CENTRAL TENDER COMMISSION
of Public Joint stock company
«Rosseti Centre»
index, Moscow, actual address

Questionnaire
for absentee voting on agenda items
of the meeting of the Central Tender Commission of Rosseti Centre, PJSC (hereinafter
referred to as the CTC), held on _____

Dear member of the CTC!

You can express your opinion on the issues included in the agenda of this meeting, **leaving the option of the answer corresponding to your decision not crossed out.**

Issue # 1: _____

Draft decision on issue # 1:

FOR

AGAINST

ABSTAINED

(leave your answer uncrossed)

Issue # 2: _____

Draft decision on issue # 2:

FOR

AGAINST

ABSTAINED

(leave your answer uncrossed)

...

**Member of the Central Tender Commission
of Rosseti Centre, PJSC**

(signature is required)

(full name)

* without the signature of a member of the Central Tender Commission, the questionnaire is invalid and is not taken into account when determining the quorum and summing up the voting results.

The completed and signed questionnaire is sent according to the notice of the meeting no later than ____ . ____ . ____ by fax/e-mail: ____ / ____

The questionnaire received by the Company after the expiration of the above period is not taken into account when counting votes and summing up the results of absentee voting.

**CENTRAL TENDER COMMISSION
of Public Joint stock company
«Rosseti Centre»
index, Moscow, actual address**

Questionnaire

for absentee voting on agenda items
of the meeting of the Central Tender Commission of Rosseti Centre, PJSC (hereinafter
referred to as the CTC), held in person and in absentia on _____

Dear member of the CTC!

You can express your opinion on the issues included in the agenda of this meeting, **leaving the option of the answer corresponding to your decision not crossed out.**

Issue # 1: _____

Draft decision on issue # 1:

FOR

AGAINST

ABSTAINED

(leave your answer uncrossed)

Dissenting opinion on the issue (if any):

Issue # 2: _____

Draft decision on issue # 2:

FOR

AGAINST

ABSTAINED

(leave your answer uncrossed)

Dissenting opinion on the issue (if any):

...

**Member of the Central Tender Commission
of Rosseti Centre, PJSC**

(signature is required)

(full name)

* without the signature of a member of the Central Tender Commission, the questionnaire is invalid and is not taken into account when determining the quorum and summing up the voting results.

The completed and signed questionnaire is sent according to the notice of the meeting no later than ____ . ____ . ____ by fax/e-mail: ____ / ____ .

The questionnaire received by the Company after the expiration of the above period is not taken into account when counting votes and summing up the results of in-person and absentee voting.

**CENTRAL TENDER COMMISSION
of Public Joint stock company
«Rosseti Centre»
index, Moscow, actual address**

Questionnaire

for absentee voting on agenda items
of the meeting of the Central Tender Commission of Rosseti Centre, PJSC (hereinafter
referred to as the CTC), held in person and in absentia on _____.

Dear member of the CTC!

During the meeting of the CTC, held on _____._____ in person and in absentia, changes
were made to the [formulation(s)/draft(s) of the decision] of the questions below. You can express
your opinion on the decisions made, **leaving the option of the answer corresponding to your
decision not crossed out.**

Issue # N: _____

Decision on issue # N, adopted at the meeting:

FOR

AGAINST

ABSTAINED

(leave your answer uncrossed)

...

**Member of the Central Tender Commission
of Rosseti Centre, PJSC**

(signature is required)

(full name)

* without the signature of a member of the Central Tender Commission, the questionnaire is invalid and is not taken into account when determining the quorum and summing up the voting results.

The completed and signed questionnaire shall be sent no later than 3 (three) working days from the above date of the meeting by fax/e-mail: _____/_____.

The questionnaire received by the Company after the expiration of the above period is not taken into account when counting votes and summing up the results of in-person and absentee voting.

SAMPLE FORM OF MINUTES OF AN IN-PERSON MEETING

TO BE DONE ON THE LETTERHEAD OF THE COMPANY

MINUTES

**of the in-person meeting
of the Central Tender Commission of Rosseti Centre, PJSC**

_____.
/the date of the minutes is indicated/

No _____

Date of the meeting: _____._____.

Actual time of the meeting: from _____ to _____.

Venue of the meeting: _____, St. _____, _____, room _____.

Members of the Central Tender Commission present at the meeting:

Surname Initials - *Membership in the CPA – position;*

... - ...

Total number of members of the Central Tender Commission: ____ people.

The meeting was attended by: ____ people.

The meeting was not attended by: *Surname Initials, ...*

There is a quorum.

Invited persons/speakers:

Surname Initials - **Job title**

... - ...

Meeting agenda:

Issue # 1:...

Issue # 2:...

Issue # N:...

Additional issues discussed at the meeting:

/if any/

Consideration of issues:

Issue # 1: ...

They heard:

Surname Initials - position.

Information:

...

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THEY NOTED:

/stated if necessary/

Decision on issue #1:

...

Voting results on issue # 1:

For - ;
Against - (Surname Initials, ...);
Abstained - (Surname Initials, ...).

Decision taken/Decision NOT taken.

...

Issue # N: ...

They heard:

Surname Initials - position.

Information:

...

THEY NOTED:

/stated if necessary/

Decision on issue #N:

...

Voting results on issue # N:

For - ;
Against - (Surname Initials, ...);
Abstained - (Surname Initials, ...).

Decision taken/Decision NOT taken.

Chairman of the Central Tender Commission

/or Acting Chairman of the Central Tender Commission/

Initials Surname

Members of the Central Tender Commission */if necessary/*

Initials Surname

...

...

Executive secretary of the Central Tender Commission

/or Acting Executive secretary of the Central Tender Commission/

Initials Surname

NOTE: Fields marked with gray shading are to be excluded or filled in with appropriate information when preparing the document, as necessary.

SAMPLE FORM OF MINUTES OF A MEETING IN ABSENTIA

TO BE DONE ON THE LETTERHEAD OF THE COMPANY

MINUTESof the absentee meeting
of the Central Tender Commission of Rosseti Centre, PJSC_____.
/the date of the minutes is indicated/

№ _____

Date and time of the end of receipt of questionnaires: _____. _____.

Place of counting of votes: _____, St. _____, _____, room _____.

Total number of members of the Central Tender Commission: _____ people.

The following people took part in the voting: _____ people.

The questionnaires were submitted by: Surname Initials, ...

Questionnaires were not submitted: Surname Initials, ...

There is a quorum.

The submitted questionnaires are attached to the minutes.

Meeting agenda:***Issue # 1:***...***Issue # 2:***...***Issue # N:***...**Consideration of issues:*****Issue # 1:*** ...***Issue initiator:****Surname Initials - position.***Information:**

...

Decision on issue #1:

...

Voting results on issue # 1 according to the questionnaires:For - ;Against - (Surname Initials, ...);Abstained - (Surname Initials, ...).**Decision taken/Decision NOT taken.**

...

Issue # N: ...***Issue initiator:****Surname Initials - position.***Information:**

...

Decision on issue #N:

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...
Voting results on issue # N according to the questionnaires:

For - ;
Against - (Surname Initials, ...);
Abstained - (Surname Initials, ...).

Decision taken/Decision NOT taken.

Chairman of the Central Tender Commission _____ Initials Surname
/or Acting Chairman of the Central Tender Commission/

Executive secretary of the Central Tender Commission _____ Initials Surname
/or Acting Executive secretary of the Central Tender Commission/

NOTE: Fields marked with gray shading are to be excluded or filled in with appropriate information when preparing the document, as necessary.

SAMPLE FORM OF MINUTES OF AN IN-PERSON AND ABSENTEE MEETING

TO BE DONE ON THE LETTERHEAD OF THE COMPANY

MINUTES

**of the in-person and absentee meeting
of the Central Tender Commission of Rosseti Centre, PJSC**

_____._____._____.
/the date of the minutes is indicated/

No _____

Date of the meeting: _____._____._____.

Actual time of the meeting: from _____ to _____.

Venue of the meeting: _____, St. _____, _____, room _____.

Date and time of the end of receipt of questionnaires: _____._____._____. _____.

Members of the Central Tender Commission, who attended the meeting in person:

Surname Initials - *Membership in the CPA – position;*

... - ...

Members of the Central Tender Commission, who submitted the questionnaires: **Surname Initials, ...**

Total number of members of the Central Tender Commission: ____ people.

The meeting was attended by: ____ people.

The meeting was not attended by: **Surname Initials, ...**

There is a quorum.

The submitted questionnaires are attached to the minutes.

Invited persons/speakers:

Surname Initials - **Job title**

... - ...

Meeting agenda:

Issue # 1:...

Issue # 2:...

Issue # N:...

Additional issues discussed at the meeting:

/if any/

Consideration of issues:

Issue # 1: ...

They heard:

Surname Initials - position.

Information:

...

THEY NOTED:

/stated if necessary/

Decision on issue #1:

...

Voting results on issue # 1:

For - ;
 Against - (Surname Initials, ...);
 Abstained - (Surname Initials, ...).

Decision taken/Decision NOT taken.

...

Issue # N: ...

They heard:

Surname Initials - position.

Information:

...

THEY NOTED:

/stated if necessary/

Decision on issue #N:

...

Voting results on issue # N:

For - ;
 Against - (Surname Initials, ...);
 Abstained - (Surname Initials, ...).

Decision taken/Decision NOT taken.

Chairman of the Central Tender Commission
/or Acting Chairman of the Central Tender Commission/

_____ Initials Surname

Members of the Central Tender Commission */if necessary/*

_____ Initials Surname

...

...

Executive secretary of the Central Tender Commission
/or Acting Executive secretary of the Central Tender Commission/

_____ Initials Surname

NOTE: Fields marked with gray shading are to be excluded or filled in with appropriate information when preparing the document, as necessary.

The record of changes and additions

Indexing number of the change/addition	Change/addition of a point	Contents of the change (addition)	Reason (reference to organizational and executive documentation)	Date of entering of the change/addition	Surname, initials, post of the employee who has entered changes (additions)
1	Throughout the text of the document	Throughout the text of the document	Based on the results of application in the work, in connection with the renaming of the Company, based on the results of the audit of procurement activities for 2021-2022, and also taking into account the decision of the CPA of PJSC Rosseti dated 23 March 2023 on issue #11, Minutes #10	-	O.S. Aleksashina – Head of the Office for Methodology and Organization of Procurement Activities of the Department for Competition Policy and Procurement Activities

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