

## **Report of the Audit Committee of the Board of Directors of Rosseti Centre, PJSC "On the work completed in the 2025-2026 corporate year"<sup>1</sup>**

The Audit Committee of the Board of Directors of the Company (hereinafter referred to as the Committee) was created by the decision of the Board of Directors of the Company on 30 April 2008 (Minutes # 09/08).

The activities of the Committee are governed by the Regulation on the Audit Committee of the Board of Directors of IDGC of Centre, PJSC, approved by the resolution of the Board of Directors in a new edition on 29.02.2016 (Minutes of 01.03.2016 # 04/16), taking into account the amendments of 20.10.2016 (Minutes of 21.10.2016 # 29/16) and of 21.10.2022 (Minutes of 24.10.2022 # 55/22) (hereinafter referred to as the Regulation on the Committee).

The said Regulation on the Committee defines the tasks of the Committee, the Regulation can be found on the Company's website at: [https://www.mrsk-1.ru/upload/documents/Polozhenie\\_o\\_komitete\\_po\\_auditu\\_s\\_uchetom\\_izmenenij\\_2110.pdf](https://www.mrsk-1.ru/upload/documents/Polozhenie_o_komitete_po_auditu_s_uchetom_izmenenij_2110.pdf)

The Committee's activities during the reporting period were carried out in accordance with the Committee's Work Plan for 2025-2026, approved by the Company's Audit Committee on 25.08.2025 (Minutes # 10/25).

### **The composition of the Audit Committee and participation of members of the Committees in meetings**

During 2025-2026 corporate the Audit Committee of the Board of Directors of the Company operated in the following composition<sup>2</sup>:

#	Full name	Job title
1	Pikin Sergey Sergeevich <b>Chairman of the Audit Committee</b>	Independent member of the Board of Directors of Rosseti Centre, PJSC
2	Zarkhin Vitaly Yuryevich	Independent member of the Board of Directors of Rosseti Centre, PJSC
3	Morozov Andrey Vladimirovich	Legal Director, Association of Institutional Investors Independent member of the Board of Directors of Rosseti Centre, PJSC

By the decision of the Audit Committee dated 25.08.2025 (Minutes # 10/25), Svetlana Vladimirovna Lapinskaya, Corporate Secretary, Head of the Corporate Events Office of the Corporate Governance Department of Rosseti Centre, PJSC, was elected Secretary of the Committee.

In accordance with Section 9 of the Regulation on the Committee, in order to carry out the assigned tasks and make informed decisions, the Audit Committee has the right to engage experts (consultants). At the meeting of the Audit Committee on 25.08.2025 (Minutes # 10/25), a decision was made to involve Anton Sergeevich Ulyanov, Director of

<sup>1</sup>The information is provided from the moment of election of the Committee's members until 30.04.2026.

<sup>2</sup> Elected by the decision of the Board of Directors on 24.07.2025 (Minutes # 25/25).

Internal Audit - Head of the Internal Audit Department of PJSC Rosseti, in the activities of the Committee as an expert.

The level of participation of the Committee's members in the Committee's meetings/absentee voting is shown in the table:

Full name	Number of the Committee's meetings/absentee voting total / number of meetings/absentee voting in which the Committee's member participated <sup>3</sup>	% participation
Pikin Sergey Sergeevich <b>Chairman of the Audit Committee</b>	16(7) / 16(7)	100
Zarkhin Vitaly Yuryevich	16(7) / 16(7)	100
Morozov Andrey Vladimirovich	16(7) / 16(7)	100

The Audit Committee's work plan for the 2025-2026 corporate year included 12 meetings of the Committee (including 7 meetings, 5 absentee voting sessions) with agendas containing 35 items. In fact, 16 meetings of the Committee were held in the 2025-2026 corporate year (including 7 meetings), at which 33 issues were considered (28 scheduled, 5 unscheduled). The Committee plans to consider 7 scheduled issues in May-June 2026.

The consideration of unscheduled issues was related to improving the Company's internal audit, including clarifying the scope of its responsibilities and bringing the Company's internal documents into compliance with the legislation of the Russian Federation.

#### **Budget of the Committee and remuneration of the Committee's members for participation in meetings/absentee voting of the Audit Committee**

The types, amount and procedure for payment of remuneration and compensation to members of the Committee are governed by the Regulation on the payment of remuneration and compensation to members of the Audit Committee of the Board of Directors of the Company, approved by the Board of Directors of the Company on 31.08.2009 (Minutes # 13/09), as amended on 30.12.2015 (Minutes # 28/15), and the Regulation on the payment of remuneration and compensation to members of the Board of Directors of Rosseti Centre, PJSC, approved by the resolution of the annual meeting of the General Meeting of Shareholders of the Company on 11.06.2025 (Minutes # 01/25).

In accordance with Article 12 of the Regulation on the Committee, in order to ensure the activities of the Committee, the budget of the Committee for the 2025-2026 corporate year was agreed upon by the decision of the Committee dated 11.09.2025 (Minutes # 13/25) and approved by the Board of Directors on 15.09.2025 (Minutes # 35/25) in the amount of<sup>4</sup> 122,220.00 rubles.

The results of the Committee's budget execution in the 2025-2026 corporate year are reflected in the table:

<sup>3</sup> The information is provided from the moment of election of the Committee's members until 30.04.2026. The information is in the format X (n)/Y (m), where X is the number of meetings/absentee voting in which the Committee's member participated, Y is the number of meetings/absentee votes in which the Committee's member could participate, n, m is the number of meetings.

<sup>4</sup> To calculate remuneration for participation in meetings/absentee voting of the Committee, the minimum monthly tariff rate from 01.07.2025 - 13,580 rubles - was applied.

Planning period	Budget, thousand rubles		
	Plan	Fact	Savings (-)/overspending (+)
2025-2026 corporate year	122.22 <sup>5</sup>	156,17 <sup>6</sup>	33.95

The overall budget overrun for the 2025-2026 corporate year is due to the Committee currently holding a larger number of absentee votes.

The Committee's budget was spent solely on remuneration for the Committee Secretary for participation in the Committee's meetings/absentee voting. There were no other budget expenditures of the Committee.

### **Main areas of work of the Audit Committee**

In the 2025-2026 corporate year, the Committee held **16** meetings/absentee voting (12 were planned) and considered **33** issues.

Calendar of the Committee's meetings/absentee voting for the 2025-2026 corporate year:

Month of the event	July	August	September	October	November	December	January	February	March	April
Committee's meetings/absentee voting	-	1	4	1	-	2	3	-	2	3

As part of the tasks assigned to the Committee, the Board of Directors was given recommendations in a number of areas:

#### **1. In the area of monitoring the reliability and effectiveness of the internal control system, risk management system, and corporate governance practices:**

- take into account the internal audit report of Rosseti Centre, PJSC on the assessment of the effectiveness of the corporate governance system for the 2024-2025 corporate year (Minutes dated 28.10.2025 # 15/25);
- take into account the Auditor's Report dated 24.02.2026 # 01-2026 - Rosseti Centre on the audit "Assessment of the implementation of the Non-Core Assets Alienation Program and the Action Plan for the Alienation of Non-Core Assets in Rosseti Centre, PJSC" (Minutes dated 22.04.2026 # 06/26);
- take note of the report on the organization, functioning and effectiveness of the risk management and internal control system of the Company for 2025 (Minutes dated 22.04.2026 # 06/26);
- agree on the information on the risk management and internal control system of the Company contained in the Annual Report of the Company for 2025 (Minutes dated 27.04.2026 # 07/26);
- take into account the report of the internal audit unit on the results of the assessment of the reliability and effectiveness of the risk management and internal control system of the Company for 2025, the conclusion of the internal audit unit on the results of the assessment of the reliability and effectiveness of the risk management and internal control system, the effectiveness of the corporate governance of the Company (Minutes dated 27.04.2026 # 07/26).

#### **2. In the area of control over the conduct of external audit and the selection of an auditor:**

- determine the amount of payment for the services of an audit organization - a collective participant consisting of B1-Audit LLC (the leader of the collective participant) and Intercom-Audit LLC (the member of the collective participant) under an agreement for the provision of services for conducting a mandatory

<sup>5</sup> Taking into account meetings/absentee voting scheduled to be held in May-June 2026.

<sup>6</sup> Not including meetings/absentee voting, which, according to the Work Plan, are planned to be held in May-June 2026.

audit of the financial statements of the Company for 2025 in the amount of 8,165,631 (Eight million one hundred sixty-five thousand six hundred thirty-one) rubles 03 kopecks, including VAT at the rate established by current legislation (Minutes dated 19.03.2026 # 05/26);

- approve the Conclusion on the assessment of the quality of the audit, the auditor’s reports and the effectiveness of the process of conducting the external audit of the financial statements of Rosseti Centre, PJSC for 2025 (Minutes dated 27.04.2026 # 07/26).

### **3. In the area of ensuring independence and objectivity of the internal audit function:**

- approve the Report of the internal audit unit of Rosseti Centre, PJSC on the implementation of the activity plan and the results of the internal audit activity for 2025, including the results of the internal assessment of the quality of internal audit based on the results of 2025, the results of the implementation in 2025 of the action plan for the development and improvement of the internal audit activity of the Company for the period 2025-2029 (hereinafter referred to as the Report), to approve information on the fulfillment of key performance indicators of the head of the internal audit unit of Rosseti Centre, PJSC in 2025 as part of the Report (Minutes dated 18.03.2026 # 04/26);

- approve the Work Plan and Budget of the Internal Audit Department of Rosseti Centre, PJSC for 2026 (Minutes dated 11.12.2025 # 16/25);

- determine the target values of the functional KPIs of the head of the internal audit department of Rosseti Centre, PJSC for 2026 (Minutes dated 11.12.2025 # 16/25).

### **4. In the area of supervision of the effectiveness of the system for combating unfair actions by the Company’s employees and third parties:**

- take into account the report of the General Director of the Company “On compliance with the Anti-Corruption Policy and the results of Anti-Corruption Monitoring at Rosseti Centre, PJSC based on the results of 2025” as part of the report of the General Director of the Company on the implementation in the 4th quarter of 2025 of the decisions taken at the meeting of the Board of Directors of the Company (Minutes dated 19.03.2026 # 05/26);

In addition, the Committee, within the framework of the tasks assigned to it, considered the following key issues during the reporting period:

#### **In the area of financial statements of the Company:**

- on the preliminary review of the interim financial statements of the Company prepared in accordance with RAS (quarterly) (Minutes: dated 02.09.2025 # 11/25, dated 11.12.2025 # 16/25);

- on the review of the Company’s financial statements for 2025, prepared in accordance with IFRS (Minutes dated 28.04.2026 # 08/26);

- comments from the external auditor on the main issues of financial statements under RAS and IFRS (Minutes: dated 22.09.2025 # 14/25, dated 13.01.2026 # 01/26, dated 28.04.2026 # 08/26);

- on non-standard transactions and events, as well as on the formation of a reserve for doubtful debts and estimated liabilities (Minutes dated 28.04.2026 # 08/26).

Also in the reporting year, significant aspects of the accounting policy in the reporting year 2025 and planned changes for the upcoming 2026 were considered. (Minutes dated 30.01.2026 # 03/26).

#### **In the area of monitoring the reliability and effectiveness of the internal control system, risk management system, and corporate governance practices:**

- review of the Company’s management reports on the implementation of Corrective Action Plans to eliminate deficiencies identified by the Company’s Audit Commission, the Company’s internal audit, external control (supervision) bodies, on the implementation of measures taken based on facts of information about potential cases of unfair actions by employees, as well as the results of investigations conducted (Minutes: dated 05.09.2025 # 12/25, dated 18.03.2026 # 04/26);

- review of the information from the Company’s management on violations identified during the Audit of JSC Sanatorium Energetik and the measures taken by JSC Sanatorium Energetik to eliminate/prevent them (Minutes dated 28.10.2025 # 15/25).

**In the area of ensuring independence and objectivity of the internal audit function:**

- on approval of quarterly reports of the Internal Audit Department “On the implementation of the work plan and the results of internal audit activities” (Minutes: dated 02.09.2025 # 11/25, dated 11.12.2025 # 16/25);
- on consideration of the interaction of the Audit Committee with the internal auditor and the audit organization (Minutes dated 02.09.2025 # 11/25).

**In the area of supervision over the effectiveness of the system for combating unfair actions by the Company’s employees and third parties:**

- on consideration of the results of anti-corruption monitoring for the first half of 2025 (Minutes dated 22.09.2025 # 14/25).

In addition, the Audit Committee considered organizational issues during the corporate year: it elected the Committee’s Secretary, an expert with the Committee, and approved the Committee’s plan and budget.

The decisions of the Audit Committee are posted on the Company’s website at: <https://www.mrsk-1.ru/about/management/controls/committee/audit/decisions/2025/><sup>7</sup>.

The activities of the Audit Committee during the reporting period complied with the Regulation on the Audit Committee of the Board of Directors of Rosseti Centre, PJSC, the requirements of the Corporate Governance Code approved by the decision of the Board of Directors of the Bank of Russia on 21.03.2014, and the recommendations of the Federal Agency for State Property Management approved by Order # 86 dated 20.03.2014.

In February-March 2026, self-assessment of the work of the Board of Directors (including individual assessment) and the Committees of the Board of Directors of Rosseti Centre, PJSC for the 2025-2026 corporate year was carried out<sup>8</sup>.

The self-assessment of the work of the Audit Committee of the Board of Directors in the Company was carried out by the Board of Directors and members of this Committee based on the results of the analysis of key components according to one and/or several criteria, including a set of questions assessed in points.

Based on the results of the survey of the members of the Board of Directors, the final average score of the Committee’s assessment for the audit for the 2025-2026 corporate year was 4.9 points (out of 5), according to the results of the survey of the members of this Committee, the final average score of the Audit Committee’s assessment was 5.0 points (out of 5).

Name of the Committee	Average rating of the committee's work by members of the Board of Directors	Average rating of the committee's performance by the members of that committee
Audit Committee	4.9	5.0

**Chairman of the Audit Committee**

**S.S. Pikin**

<sup>7</sup> Starting from 2026, the Committee’s decisions will not be published on the Company’s website in accordance with the Regulation on the Information Policy of Rosseti Centre, PJSC, approved by the Board of Directors of the Company on 18.12.2025, Minutes # 45/25.

<sup>8</sup> In accordance with the Methodology for assessing the work of the Board of Directors and committees of the Board of Directors of Rosseti Centre, PJSC RK BP 1/15-02/2022, approved by the Board of Directors of the Company on 13.01.2023 (Minutes # 01/23).