

## Proposals for Amendments to the Regulation on the Management Board of Rosseti Centre, PJSC

No.	Text of the current version of the norm	Proposed revision of changes	Reasons for making changes
Title of internal document			
1.	REGULATION on the Management Board <del>of IDGC of Centre, PJSC</del>	REGULATION on the Management Board of Public Joint stock company «Rosseti Centre»	The current name of Rosseti Centre, PJSC is indicated.
Article 1. General provisions			
2.	<p>1.1. This Regulation is an internal document of Public Joint Stock Company “<del>Interregional Distribution Grid Company of Centre</del>” (hereinafter referred to as the Company), determining <del>the procedure for the formation of the Management Board</del>, the timing and procedure <del>for convening</del> and holding meetings of the Management Board, as well as the procedure for <del>its</del> decision-making.</p> <p>1.2. The Regulation was developed in accordance with the Civil Code of the Russian Federation, the Federal Law “On Joint-Stock Companies”, <del>other regulatory legal acts of the Russian Federation</del> and the Articles of Association of the Company.</p> <p>1.3. The Management Board of the Company, <del>being</del> a collegial executive body, carries out its activities in the interests of the Company, is guided by the decisions of the general meeting of shareholders and the Board of Directors of the Company and acts in accordance with the legislation of the Russian Federation, the Articles of Association of the Company, other internal documents of the Company and this Regulation.</p> <p>1.4. The Management Board of the Company <del>is responsible for the practical implementation of the goals, development strategy and policies of the Company and manages the current activities of the Company within the framework of the competence defined by the Articles of Association of the Company, decisions of the General Meeting of Shareholders and the Board of Directors of the Company.</del></p>	<p>1.1. This Regulation <b>on the Management Board of Rosseti Centre, PJSC (hereinafter referred to as the Regulation)</b> is an internal document of Public Joint stock company «Rosseti Centre» (hereinafter referred to as the Company), which determines <b>the terms, procedure for preparing and holding meetings of the Company's Management Board ( hereinafter referred to as the meeting) and absentee voting for making decisions by the Company's Management Board (hereinafter referred to as absentee voting)</b>, as well as the procedure for making decisions <b>by the Company's Management Board.</b></p> <p>1.2. <b>This</b> Regulation has been developed in accordance with the Civil Code of the Russian Federation, Federal Law <b>from 26.12.1995 No. 208-FZ</b> “On Joint-Stock Companies” <b>(hereinafter referred to as the Federal Law “On Joint-Stock Companies”)</b>, the Articles of Association of the Company <b>and the internal documents of the Company.</b></p> <p>1.3. The Management Board of the Company <b>is</b> a collegial executive body <b>of the Company, headed by the General Director of the Company, who exercises the functions of the Chairman of the Management Board of the Company, as provided for by this Regulation.</b></p> <p>1.4. The Management Board of the Company is guided <b>in its activities by the legislation of the Russian Federation, decisions of the General Meeting of Shareholders of the Company, the Board of Directors of the Company, the Articles of Association of the Company, this Regulation and other internal documents of the Company.</b></p> <p>1.5. The Management Board of the Company manages the current activities of the Company within the framework of the</p>	<p>The current name of Rosseti Centre, PJSC is indicated.</p> <p>The article has also been amended in accordance with the amendments made to the Federal Law “On Joint-Stock Companies” dated 26.12.1995 No. 208-FZ (hereinafter referred to as the JSC Law) by Federal Law dated 08.08.2024 No. 287-FZ.</p> <p>Clarifying amendments have been made taking into account corporate practice.</p>

	<p>The main tasks of the Management Board of the Company are:</p> <ul style="list-style-type: none"> <li>- ensuring compliance with the rights and legitimate interests of the Company's shareholders;</li> <li><del>—development of proposals for the Company's development strategy;</del></li> <li><del>- implementation of the financial and economic policy of the Company,</del> development of decisions on the most important issues <del>of its</del> current economic activities <del>and</del> <del>coordination of the work of its divisions;</del></li> <li>- improving the efficiency of internal control <del>and risk monitoring systems;</del></li> <li>- ensuring <del>the achievement of a high level of return on the Company's assets and maximum profit</del> from the Company's activities.</li> </ul>	<p>competence defined by the Articles of Association of the Company, <b>acts in the interests of the Company and its shareholders, and also ensures the practical implementation of the goals, development strategy and policies of the Company.</b></p> <p>1.6. The main tasks of the Management Board of the Company are:</p> <ul style="list-style-type: none"> <li>- ensuring compliance with the rights and legitimate interests of the Company's shareholders;</li> <li>- development of decisions on the most important issues of the current <b>financial and</b> economic activities <b>of the Company;</b></li> <li>- improving the efficiency of the <b>risk management and</b> internal control system;</li> <li>- ensuring <b>an increase in investment attractiveness and economic efficiency</b> of the Company's activities.</li> </ul>	
Article 2. Composition and procedure for forming the Management Board of the Company			
3.	<b>2. PROCEDURE FOR FORMING THE MANAGEMENT BOARD</b>	<b>2. Composition and procedure for the formation of the Management Board of the Company</b>	Changing the title of an article to reflect changes in its content
4.	<p><del>2.1. The election of members of the Management Board and early termination of their powers shall be carried out by decision of the Board of Directors of the Company.</del></p> <p><del>2.2. The General Director of the Company shall submit candidates for members of the Management Board for consideration by the Board of Directors in a number equal to the number of members of the Management Board determined by the Articles of Association or by the decision of the Board of Directors of the Company, with the exception of his own candidacy.</del></p> <p><del>In the event that the Board of Directors of the Company rejects candidates for the Management Board of the Company proposed by the General Director, the Board of Directors of the Company shall have the right to elect candidates for the Management Board proposed by a member(s) of the Board of Directors of the Company.</del></p> <p><del>2.3. A candidate is considered elected to the Management Board if the majority of members of the</del></p>	<p><b>2.1. Members of the Management Board of the Company are elected (appointed) by the Board of Directors of the Company upon the proposal of the General Director of the Company.</b></p> <p><b>2.2. A proposal to nominate a candidate for membership in the Board of Directors of the Company must contain the following information:</b></p> <ul style="list-style-type: none"> <li>- the last name, first name, patronymic (if any) of the candidate;</li> <li>- about the candidate's education;</li> <li>- about the place of work and position of the candidate on the date of sending the offer;</li> <li>- about the candidate's work experience for 5 (Five) years preceding the date of sending the offer;</li> <li>- on the ownership of shares of the Company and its controlled companies.</li> </ul> <p><b>2.3. The proposal to nominate a candidate must be accompanied by the candidate's consent to his election (appointment) to the Board of Directors of the Company.</b></p> <p><b>2.4. A member of the Management Board of the</b></p>	<p>The article has also been amended in accordance with the amendments made to the Federal Law "On Joint-Stock Companies" dated 26.12.1995 No. 208-FZ (hereinafter referred to as the JSC Law) by Federal Law dated 08.08.2024 No. 287-FZ.</p> <p>Clarifying amendments have been made taking into account corporate practice.</p>

<p><del>Board of Directors participating in the meeting vote for him.</del></p> <p><del>2.4. The Company concludes an employment contract with the elected members of the Management Board.</del></p> <p><del>The employment contract on behalf of the Company is signed by the Chairman of the Board of Directors of the Company or a person authorized by the Board of Directors of the Company.</del></p> <p><del>The terms of the employment contract, including the term of office, are determined by the Board of Directors of the Company or by a person authorized by the Board of Directors of the Company to exercise the rights and obligations of the employer on behalf of the Company in relation to the members of the Management Board of the Company.</del></p> <p><del>to terminate the powers of any member of the Management Board at any time and terminate the employment contract with him. This provision is a mandatory condition of the employment contract concluded by the Company with a member of the Management Board.</del></p> <p><del>2.6. Termination of powers of a member of the Management Board does not entail dismissal from the staff position held in the Company.</del></p> <p><del>2.7. The dismissal of a person from a staff position held in the Company shall not be grounds for terminating the powers of the said person as a member of the Management Board of the Company and the termination of the relevant employment contract with him.</del></p> <p><del>2.8. If the number of members of the Management Board becomes less than the number that constitutes the quorum established by this Regulation and the Articles of Association of the Company for holding a meeting, the General Director is obliged to propose for consideration by the Board of Directors candidates for new members of the Management Board to replace those who have left.</del></p> <p><del>2.9. A member of the Management Board may resign from his/her powers as a member of the</del></p>	<p>Company shall exercise his powers from the date of the adoption by the Board of Directors of the Company of a decision on his election (appointment), unless another date is provided for by a decision of the Board of Directors of the Company.</p> <p>2.5. The Board of Directors of the Company has the right at any time to make a decision to terminate the powers of any member of the Management Board of the Company upon the recommendation of the General Director of the Company.</p> <p>The powers of a member of the Management Board of the Company may be terminated by the Board of Directors of the Company also on the basis of an application from such a member of the Management Board of the Company sent to the General Director of the Company.</p> <p>The powers of a member of the Management Board of the Company shall be terminated in accordance with this clause from the date of the adoption by the Board of Directors of the Company of a decision to terminate the powers of a member of the Management Board of the Company, unless another date is provided for by a decision of the Board of Directors of the Company.</p> <p>2.6. The number of members of the Company's Management Board is determined by the decision of the Company's Board of Directors.</p> <p>2.7. Members of the Management Board of the Company may not simultaneously be members of the Audit Commission of the Company.</p>	
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	<del>Management Board by submitting an application to this effect in accordance with the law to the Chairman of the Board of Directors of the Company.</del>		
Article 3. Rights, duties and responsibilities of members of the Management Board of the Company			
5.	<p><del><b>3.1. MEMBERS OF THE BOARD</b></del></p> <p>3.1.1. The rights and obligations of members of the Management Board are determined by the legislation of the Russian Federation, the Articles of Association of the Company and the employment contract concluded <del>by each of them with the Company.</del></p> <p>3.1.2. Members of the Board have the right to:</p> <p><del>1) acting as part of the collegial executive body of the Company, resolve issues related to the management of the current activities of the Company;</del></p> <p>2) receive <del>full</del> information about the activities of the Company, become familiar with the constituent, <del>regulatory,</del> accounting, reporting, <del>contractual and other</del> documents of the Company;</p> <p><del>3) submit information, make statements, and make proposals on issues on the agenda of the Management Board's meeting;</del></p> <p>4) <del>make</del> written proposals on the formation of the work plan of the Board and the agenda of the Management Board's meeting;</p> <p>5) demand <del>the convening of</del> a meeting of the Company's Board of Directors;</p> <p><del>6) express in writing their disagreement with the decisions of the Management Board and bring it to the attention of the Board of Directors of the Company;</del></p> <p>7) exercise other rights provided for by the legislation of the Russian Federation, the Articles of Association of the Company and the employment contract <del>concluded each of them with the Company.</del></p> <p>3.1.3. Members of the Management Board are obliged to:</p> <ul style="list-style-type: none"> <li>- participate in meetings <del>of the Management Board of the Company;</del></li> <li>- implement decisions and <del>instructions</del> of the general meeting of shareholders, the Board of Directors and the</li> </ul>	<p>3.1. The rights and obligations of members of the Management Board <b>of the Company</b> are determined by the legislation of the Russian Federation, the Articles of Association of the Company, <b>this Regulation</b> and the employment contract concluded <b>between the member of the Management Board of the Company and the Company.</b></p> <p>3.2. Members of the Management Board of the Company have the right to:</p> <ul style="list-style-type: none"> <li>- <b>request and receive the necessary</b> information about the activities of the Company <b>and organizations controlled by the Company, including information constituting a commercial secret, and</b> become familiar with the constituent, <b>internal,</b> accounting, reporting, <b>organizational and administrative and other</b> documents of the Company;</li> <li>- <b>send to the Secretary of the Management Board of the Company</b> written proposals on the formation of the Work Plan of the Management Board of the Company <b>and the agenda of the relevant meeting or absentee voting;</b></li> <li>- request <b>in writing that</b> a meeting <b>or absentee voting be held;</b></li> <li>- <b>receive remuneration in the amount determined by the employment contract concluded between him and the Company;</b></li> <li>- <b>receive the necessary materials for the meeting or absentee voting in a timely manner;</b></li> <li>- <b>get acquainted with the minutes of the meeting or absentee voting (hereinafter referred to as the minutes of the Management Board of the Company);</b></li> <li>- exercise other rights provided for by the legislation of the Russian Federation, the Articles of Association of the Company, <b>this Regulation</b> and the employment contract <b>concluded between the relevant member of the Management Board of the Company and the Company.</b></li> </ul> <p>3.3. Members of the Management Board of the Company</p>	<p>The article has been amended in accordance with the amendments made to the Federal Law "On Joint-Stock Companies" dated 26.12.1995 No. 208-FZ (hereinafter referred to as the JSC Law) by Federal Law dated 08.08.2024 No. 287-FZ. Clarifying amendments have been made taking into account established corporate practice, as well as a number of technical amendments.</p>

<p>Management Board of the Company, comply with the requirements of the Articles of Association and internal documents of the Company;</p> <ul style="list-style-type: none"> <li>- act in the interests of the Company, exercise their rights and fulfill their obligations in relation to the Company in good faith and reasonably;</li> <li>- within 2 (two) months from the day when <del>they</del> learned or should have learned of the occurrence of circumstances by virtue of which <del>they</del> may be recognized as interested in the conclusion of transactions by the Company, notify the Company:</li> </ul> <ul style="list-style-type: none"> <li>a) on legal entities in relation to which <del>they, their</del> spouses, parents, children, full <del>or</del> half siblings, adoptive parents and adopted children and (or) their controlled organizations are controlling persons or have the right to issue mandatory instructions;</li> <li>b) on legal entities in whose management bodies they, their spouses, parents, children, full <del>or</del> half siblings, adoptive parents and adopted children and (or) their controlled persons hold positions;</li> <li>c) about transactions that are being carried out or are planned, known <del>to them, in which they</del> may be recognized as interested parties.</li> </ul> <p>In the event of a change <del>in the specified</del> information, <del>notification of which was previously provided to the Company, Members of the Board are obliged</del> to notify the Company of any change in <del>such</del> information within 14 (Fourteen) days from the day when they learned or should have learned of the change.</p> <ul style="list-style-type: none"> <li>- not to disclose information containing <del>official and</del> commercial secrets of the Company.</li> </ul> <p>3.1.3. Combining positions by members of the Board in the management bodies of other organizations, as well as other paid positions in other organizations, is permitted only with the consent of the Board of Directors of the Company.</p> <p>3.1.4. The rights and obligations of the employer on behalf of the Company in relation to the members of the Management Board of the Company are exercised by the</p>	<p>are obliged to:</p> <ul style="list-style-type: none"> <li>3.3.1. comply with the requirements <b>of the legislation of the Russian Federation</b>, the Articles of Association <b>of the Company</b>, <b>this Regulation and other</b> internal documents of the Company;</li> <li>3.3.2. <b>regularly</b> participate in meetings <b>or absentee voting</b>;</li> <li>3.3.3. implement decisions of the General Meeting of Shareholders of the Company, the Board of Directors of the Company and the Management Board of the Company;</li> <li>3.3.4. <b>oversee the preparation and timely submission of materials for a meeting or absentee voting on issues under their supervision</b>;</li> <li>3.3.5. <b>refrain from taking actions that may lead to a conflict between their interests and the interests of the Company</b>;</li> <li>3.3.6. act in the interests of the Company <b>and its shareholders</b>, exercise their rights and fulfill their obligations in relation to the Company in good faith and reasonably;</li> <li>3.3.7. not to disclose information <b>containing state, commercial or other</b> secrets of the Company protected by law;</li> <li>3.3.8. within 2 (Two) months from the day when <b>a member of the Management Board of the Company</b> learned or should have learned of the occurrence of circumstances by virtue of which <b>he</b> may be recognized <b>as a person</b> interested in the conclusion of transactions by the Company, notify the Company:</li> </ul> <ul style="list-style-type: none"> <li>a) on legal entities in relation to which <b>he, his</b> spouse, parents, children, full <b>and</b> half siblings, adoptive parents and adopted children and (or) their controlled organizations are controlling persons or have the right to give mandatory instructions;</li> <li>b) on legal entities in whose management bodies <b>he, his</b> spouse, parents, children, full <b>and</b> half siblings, adoptive parents and adopted children and (or) their controlled persons hold positions;</li> <li>c) about transactions that are being carried out or are planned, known <b>to him, in which he</b> may be recognized as an interested party.</li> </ul> <p>3.3.9. in the event of a change in information <b>about legal</b></p>	
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	<p>Board of Directors or a person authorized by the Board of Directors of the Company.</p> <p>3.1.5. Members of the Management Board shall be liable to the Company for damages caused to the Company by their culpable actions (inaction) <del>in accordance with applicable law.</del></p> <p>In this case, members of the Management Board who voted against a decision that resulted in losses to the Company <del>or who did not take part in the voting shall not be held liable.</del></p>	<p><b>entities in relation to which he, his spouse, parents, children, full and half siblings, adoptive parents and adopted children and (or) their controlled organizations are controlling persons or have the right to issue mandatory instructions, as well as about legal entities in the management bodies of which he, his spouse, parents, children, full and half siblings, adoptive parents and adopted children and (or) their controlled persons hold positions, after the company receives the notification provided for in paragraph 1 of Article 82 of the Federal Law "On Joint-Stock Companies", notify the Company of the change in the said information within 14 (Fourteen) days from the day when he learned or should have learned of the change;</b></p> <p><b>3.3.10. promptly communicate to the Company information about the existence of a possible conflict of interest of a member of the Company's Management Board.</b></p> <p>3.2. The combination of positions by members of <b>the Company's Management Board</b> in the management bodies of other organizations, as well as other paid positions in other organizations, is permitted only with the consent of the Company's Board of Directors.</p> <p>3.3. The members of the Management Board of the Company shall be liable to the Company for damages caused to the Company by their culpable actions (inactions), <b>unless other grounds for liability are established by federal laws.</b> In this case, the members of the Management Board <b>of the Company</b> who <b>did not participate in the voting or</b> voted against the decision of <b>the Management Board of the Company</b> that resulted in damages to the Company shall not be liable.</p> <p><b>3.4. The position of the Management Board of the Company when making decisions by the Board of Directors of the Company and the General Meeting of Shareholders of the Company is represented by the Chairman of the Management Board of the Company or another person on behalf of the Chairman of the Management Board of the Company.</b></p>	
<b>4. Chairman of the Management Board of the Company</b>			
6.	<p><del><b>3.2. CHAIRMAN OF THE BOARD</b></del></p> <p><del><b>3.2.1. The work of the Management Board is organized by the Chairman of the Management Board of</b></del></p>	<p><b>4.1. The functions of the Chairman of the Management Board of the Company are performed by the General Director of the Company, who is elected (appointed) by the Board of</b></p>	Information about the Chairman of the Management Board is

	<p><del>the Company, who by virtue of his position is the General Director of the Company.</del></p> <p>3.2.2. The Chairman of the Management Board of the Company:</p> <p>1) submits proposals <del>for the appointment of members of the Management Board to the Board of Directors of the Company for consideration;</del></p> <p><del>2) convenes meetings of the Board:</del></p> <p><del>— determines the date, place and time of the meeting of the Board,</del></p> <p><del>— approves the agenda of the meeting,</del></p> <p><del>— determines the list of persons invited to participate in the discussion of individual issues on the agenda of the Management Board's meeting;</del></p> <p><del>— determines the list of information (materials) provided to members of the Board in preparation for a meeting of the Board,</del></p> <p><del>— determines the form and text of the questionnaire (for absentee voting),</del></p> <p>3) chairs the meetings of the Management Board;</p> <p>4) signs the minutes of the Management Board's meeting;</p> <p>5) organizes the work of the Management Board and ensures compliance with the requirements of the legislation of the Russian Federation, the Articles of Association of the Company, and this Regulation in the implementation of the activities of the Management Board;</p> <p>6) performs other actions provided for by this Regulation.</p>	<p><b>Directors of the Company.</b></p> <p>4.2. The Chairman of the Management Board of the Company:</p> <p>1) makes a proposal to the Board of Directors of the Company <b>to nominate a candidate for membership in the Management Board of the Company;</b></p> <p>2) <b>submits a proposal to the Board of Directors of the Company on the termination of the powers of a member of the Management Board of the Company;</b></p> <p>3) organizes the work of the Management Board of the Company, chairs meetings, <b>including signing notices of meetings or absentee voting;</b></p> <p>4) signs the minutes of the Management Board of the Company;</p> <p>5) <b>approves the Work Plan of the Management Board of the Company;</b></p> <p>6) ensures compliance with the requirements of the legislation of the Russian Federation, the Articles of Association of the Company, and this Regulation in the implementation of the activities of the Management Board of the Company;</p> <p>7) performs other actions provided for by this Regulation.</p> <p>4.3. <b>The powers of the General Director of the Company to exercise the functions of the Chairman of the Management Board of the Company shall cease from the date of termination of his powers as the General Director of the Company.</b></p>	<p>included in a separate article 4 of the Regulation.</p> <p>The article has been updated with clarifications and edits in accordance with established corporate practice.</p>
7.	<p><del><b>3.3. DEPUTY CHAIRMAN OF THE BOARD</b></del></p> <p><del><b>3.3.1. In the event of the temporary absence of the Chairman, his functions are performed by the Deputy Chairman of the Management Board.</b></del></p> <p><del><b>3.3.2. The Deputy Chairman of the Management Board shall be elected at the first meeting of the Management Board from among the members of the Management Board by a majority of votes of the total number of elected members of the Management Board of</b></del></p>	<p>The clause has been excluded from the Regulation</p>	<p>The election of a deputy chairman is not provided for by the JSC Law</p>

	<p><del>the Company and shall perform his/her functions until the expiration of the term of office as a member of the Management Board.</del></p> <p><b>3.3.3. The Management Board has the right to re-elect the Deputy Chairman of the Management Board at any time.</b></p>		
<b>5. Secretary of the Management Board of the Company</b>			
8	<b>3. Secretary of the Management Board</b>	<b>4. Secretary of the Management Board of the Company</b>	Change of numbering of articles of the Regulation
9	<p>4.1. The Secretary of the Management Board carries out functions related to organizational and informational support of the work of the Management Board of the Company.</p> <p>4.2. The Secretary of the Management Board is appointed by the Chairman of the Management Board <del>from among the employees of the Company. The Chairman of the Management Board has the right to appoint a new Secretary of the Management Board at any time.</del></p> <p><b>The position of Secretary of the Management Board may be provided for in the staffing schedule of the Company.</b></p> <p>4.3. The Secretary of the Management Board is obliged to:</p> <ol style="list-style-type: none"> <li>1) ensure the preparation of materials for consideration at meetings of the Management Board;</li> <li>2) to prepare a draft work plan for the Management Board <del>no later than one month before the start of the planned quarter;</del></li> <li>3) <del>make proposals to clarify the Board's work plan as necessary;</del></li> <li>4) notify members of the Management Board about holding a meeting of the Management Board by sending a notice, agenda of the meeting and materials for it;</li> <li>5) <del>interact with the Corporate Secretary of the Company and the secretaries of the Committees of the Board of Directors of the Company in order to coordinate the activities of the Management Board, the Board of Directors of the Company and the Committees of the Board of Directors of the Company;</del></li> </ol>	<p>5.1. The Secretary of the Management Board of the Company carries out functions on organizational and informational support of the work of the Management Board of the Company.</p> <p>5.2. The Secretary of the Management Board of the Company is appointed by the Chairman of the Management Board of the Company.</p> <p>5.3. The duties of the Secretary of the Management Board of the Company include:</p> <ul style="list-style-type: none"> <li>- formation of a draft Work Plan of the Company's Management Board;</li> <li>- preparation of a draft notification of a meeting or absentee voting;</li> <li>- formation of a set of materials on agenda items;</li> <li>- sending to the members of the Management Board of the Company a notice of a meeting <b>or absentee voting</b> and materials on issues included in the agenda;</li> <li>- organizational and technical support for meetings of the Company's Management Board;</li> <li>- <b>drafting and signing</b> minutes of the Company's Management Board;</li> <li>- <b>certification of copies of minutes of the Company's Management Board;</b></li> <li>- dissemination to the executors of decisions taken by the Management Board of the Company <b>and, if necessary, signing and certifying, in accordance with the established procedure, extracts from the minutes of the Management Board of the Company;</b></li> <li>- <b>informing the Chairman of the Management Board of the Company about cases of violation of the deadlines for</b></li> </ul>	<p>Clarifying amendments have been made to the duties of the Secretary of the Management Board of the Company in accordance with established corporate practice.</p> <p>Also, the article supplements the rights of the Secretary of the Management Board in accordance with established corporate practice.</p>

	<p>6) provide organizational and technical support for Board meetings;</p> <p><del>7) maintain a list of the Board's affairs;</del></p> <p><del>8) monitor the implementation of decisions of the Board and inform the Board about the implementation of decisions taken;</del></p> <p><del>9) prepare, on behalf of the Chairman of the Management Board (Deputy Chairman of the Management Board), drafts of individual documents and decisions of the Management Board;</del></p> <p>10) keep minutes of the Management Board's meetings;</p> <p><del>11) communicate the results of voting and information on decisions taken to the members of the Management Board;</del></p> <p>12) communicate to the executors the decisions taken by the Management Board by sending signed extracts from the minutes of the Management Board's meeting.</p> <p>The Secretary of the Management Board is obliged to perform other actions provided for by this Regulation.</p> <p><del>4.4. The Secretary of the Management Board shall be responsible for the quality of the preparation of extracts from the minutes of the Management Board's meetings, as well as for the performance of other duties stipulated by this Regulation.</del></p>	<p>submitting proposals to the Work Plan of the Management Board of the Company and materials for the meeting or absentee voting by persons responsible for preparing materials for them in accordance with the Work Plan of the Management Board of the Company (hereinafter referred to as responsible executors), as well as about the implementation of decisions of the Management Board of the Company;</p> <ul style="list-style-type: none"> <li>- maintaining a database of minutes of the Company's Board of Directors;</li> <li>- implementation of other actions aimed at ensuring the work of the Company's Management Board and provided for by this Regulation and the instructions of the Chairman of the Company's Management Board.</li> </ul> <p>5.4. The Secretary of the Management Board of the Company has the right to:</p> <ul style="list-style-type: none"> <li>- require responsible executors to submit all necessary documents within the established timeframes;</li> <li>- return draft decisions and materials for meetings or absentee voting prepared in violation of the requirements of this Regulation to responsible executors for revision;</li> <li>- demand information from responsible executors on the implementation of decisions of the Company's Board.</li> </ul> <p>5.5. In carrying out his/her functions, the Secretary of the Management Board of the Company interacts with the Corporate Secretary of the Company, the secretaries of the Committees of the Board of Directors of the Company and the structural divisions of the Company in order to coordinate the activities of the Management Board of the Company.</p>	
<b>6. Organization of the work of the Management Board of the Company</b>			
10	<p>5.1. Meetings of the Management Board are held in accordance with the Work Plan, <del>as well as when necessary, but not less than once a month.</del></p> <p>5.2. The Management Board's work plan includes:</p> <ol style="list-style-type: none"> <li>1) issues to be considered at meetings of the Company's Board of Directors in the current year (quarterly);</li> <li>2) schedule of the Management Board's meetings;</li> </ol>	<p>6.1. <b>Decisions of the Management Board of the Company may be taken at meetings or by absentee voting.</b></p> <p><b>By decision of the Chairman of the Management Board of the Company, members of the Board who are absent from the location of the meeting of the Management Board of the Company may be given the opportunity to participate in the discussion of agenda items and voting remotely - via videoconferencing.</b></p> <p>6.2. The meeting or absentee voting and preparation</p>	<p>The article has been amended in accordance with the changes made to the Law on JSC by Federal Law No. 287-FZ of 08.08.2024.</p> <p>Clarifications have been made taking into account corporate practice.</p>

	<p>3) a list of persons (management bodies of the Company) responsible for preparing issues for consideration at meetings of the Board.</p> <p><del>5.3. The work plan of the Board is drawn up and submitted to the Board for consideration by the Chairman of the Management Board of the Company.</del></p> <p><del>The work plan is approved quarterly by the Management Board of the Company by a majority of votes of the Board members who took part in the voting.</del></p> <p>5.4. The work plan of the Management Board is formed taking into account the decisions of the General Meeting of Shareholders, the Board of Directors, <del>the Audit Commission, the Auditor,</del> proposals of the General Director, members of the Management Board of the Company, heads of divisions and services of the Company.</p> <p><del>5.5. At the suggestion of the Chairman and members of the Management Board, amendments and additions may be made to the approved Work Plan of the Management Board. Such amendments and additions are approved by the Management Board of the Company.</del></p> <p><del>5.6. Meetings of the Board are convened by the Chairman, and in his absence, by the Deputy Chairman of the Management Board:</del></p> <ul style="list-style-type: none"> <li><del>— in accordance with the Board of Directors' Work Plan;</del></li> <li><del>— at the initiative of the Chairman of the Management Board or one of the members of the Management Board;</del></li> <li><del>— by decision of the Board of Directors of the Company, the Audit Commission, and the Auditor of the Company.</del></li> </ul> <p>5.7. The agenda of the meeting of the Management Board is formed on the basis of the Work Plan of the Management Board, as well as on the basis of decisions of the General Meeting of Shareholders, the Board of Directors, the Audit Commission, the Auditor of the Company, proposals of the General Director and members of the Management Board of the Company.</p>	<p><b>of materials for them</b> are conducted in accordance with the Work Plan <b>of the Management Board of the Company, approved by the Chairman of the Management Board of the Company.</b></p> <p><b>By decision of the Chairman of the Management Board of the Company, a meeting or absentee voting may be held outside the approved Work Plan of the Management Board of the Company.</b></p> <p>6.3. The work plan of the Management Board <b>of the Company</b> is formed <b>by the Secretary of the Management Board of the Company</b> in accordance with the decisions of the General Meeting of Shareholders of the Company and the Board of Directors of the Company, the Articles of Association of the Company, instructions of the Board of Directors of the Company, the General Director of the Company, proposals of the members of the Management Board of the Company, Deputy General Directors of the Company, directors and heads of structural divisions directly subordinate to the General Director of the Company <b>and is approved by the Chairman of the Management Board of the Company.</b></p> <p>6.4. The work plan of the Management Board of the Company is drawn up in the form in accordance with Appendix 1 to this Regulation.</p> <p>6.5. The preparation of the Work Plan of the Management Board of the Company is carried out in the manner and within the timeframes determined by the internal documents of the Company.</p> <p>6.6. The Chairman of the Management Board of the Company has the right to make changes and additions to the approved agenda, as well as the Work Plan of the Management Board of the Company.</p> <p>6.7. The Secretary of the Management Board of the Company shall monitor the timely submission of materials for the meeting or absentee voting by responsible executives.</p> <p>6.8. If the materials specified in paragraph 6.7 of this Regulation, as well as the minutes of the Management Board of the Company, contain information, component state, commercial or other a secret protected by law, such materials and minutes are marked “confidential” or “commercial secret”, and admission to the meeting of the Management Board of the Company,</p>	<p>Technical and clarifying amendments have also been made.</p>
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<p><del>5.8. The competence of the Management Board is determined by the Articles of Association of the Company.</del></p> <p>5.9. In order to ensure the effective operation of the Board of Directors of the Company and the adoption by the Board of Directors of balanced and well-founded decisions, the Management Board of the Company has the right to preliminarily consider, develop and submit to the Board of Directors recommendations on issues related to the competence of the Board of Directors of the Company.</p> <p><del>5.10. During the preliminary consideration of the issue of the competence of the Board of Directors in accordance with the approved Work Plan of the Board of Directors or at the initiative of the General Director of the Company, the recommendations of the Management Board on this issue must be submitted to the Corporate Secretary of the Company no later than 11 (Eleven) working days before the date of the meeting of the Board of Directors of the Company on the agenda of which this issue is included.</del></p> <p><del>During the preliminary consideration of the issue of the competence of the Board of Directors in accordance with the notification and materials received from the Corporate Secretary of the Company, the decision (recommendations) of the Management Board must be sent to the Corporate Secretary of the Company within 3 (Three) working days from the date of the meeting of the Management Board at which the relevant issue was considered, but no later than 4 (Four) working days before the date of the meeting of the Board of Directors.</del></p> <p><del>In cases where issues within the competence of the Board of Directors of the Company are also subject to preliminary consideration by a committee of the Board of Directors of the Company, the decisions (recommendations) of the Management Board on them must be sent to the relevant committee of the Company within 3 (three) working days from the date of the meeting of the Management Board at which the relevant issue was</del></p>	<p>preparation of materials and execution of the minutes of the Management Board of the Company are carried out in compliance with the requirements established by the Company for the protection of confidential information.</p> <p>6.9. In the event of failure to submit and/or untimely submission of materials for a meeting or absentee voting by responsible executors, responsible executors may be held liable in accordance with the procedure established by the legislation of the Russian Federation and local regulations.</p> <p>6.10. Decisions of the Management Board of the Company are taken by a majority of votes of the members of the Management Board of the Company participating in the meeting or absentee voting.</p> <p>6.11. When making decisions by the Management Board of the Company, each member of the Management Board of the Company has one vote.</p> <p>In case of a tie in votes, the vote of the Chairman of the Management Board of the Company shall be decisive.</p> <p>The transfer of voting rights by a member of the Management Board of the Company to another person, including another member of the Management Board of the Company, is not permitted.</p>	
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	<p><b><del>considered, but no later than 4 (four) working days before the date of the committee meeting.</del></b></p> <p>The Chairman of the Management Board of the Company shall take all measures to ensure the timely holding of meetings of the Management Board to make decisions (develop recommendations) on issues previously considered by the Management Board of the Company, and their timely submission to the Board of Directors of the Company, and also, in the case provided for in paragraph three of clause 5.10 of the Regulation, to the committees of the Board of Directors.</p> <p>5.11. Meetings of the Board are held in the form of joint presence of members of the Board to discuss and make decisions on agenda items (in-person) or in the form of absentee voting (by filling out questionnaires).</p> <p>At the direction of the Chairman of the Management Board, off-site meetings of the Company's Board of Directors may be held.</p> <p>Meetings of the Management Board may be held using a specialized automated information system designed to hold meetings of the Company's Management Board, including sending out notifications, materials (information) on agenda items, voting by members of the Company's Management Board and summing up the results (hereinafter referred to as the automated information system).</p> <p>By decision of the Chairman of the Management Board of the Company, members of the Board who are absent from the location of the Management Board's meeting may be given the opportunity to participate in the discussion of agenda items and voting remotely - via conference and video conferencing.</p> <p>5.12. The Board is competent if at least half of the elected members of the Board participate in the meeting (in absentia voting).</p> <p>5.13. All decisions are taken by the Management Board by a simple majority of votes from the number of Board members present at the meeting (participating in absentia voting).</p>		
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	<p>5.14. When deciding issues, each member of the Board has one vote. The transfer of a vote by one member of the Board to another member of the Board, as well as to other persons, is not permitted.</p> <p>In case of a tie among the members of the Board, the vote of the Chairman of the Management Board is decisive.</p> <p>5.15. In case of disagreement with the decision taken on the issue(s) of the agenda of the meeting of the Management Board, the member of the Management Board who participated in the meeting has the right to state his/her position on this issue(s) in writing. Such written opinion of the member of the Management Board shall be attached to the Minutes of the relevant meeting of the Management Board of the Company.</p>		
<b>7. Information on holding a meeting or absentee voting of the Management Board of the Company</b>			
11	-	<p><b>7.1. The Secretary of the Management Board of the Company shall send to the members of the Management Board of the Company via e-mail a notice of the meeting and a notice of absentee voting within the time period specified in paragraph 7.5 of this Regulation.</b></p> <p><b>7.2. The notice of a meeting or absentee voting shall be prepared by the Secretary of the Management Board of the Company and signed by the Chairman of the Management Board of the Company.</b></p> <p><b>7.3. The notice of holding a meeting and the notice of holding absentee voting must contain:</b></p> <ul style="list-style-type: none"> <li>- the method of making decisions by the Management Board of the Company (meeting or absentee voting);</li> <li>- agenda;</li> <li>- the date and time of the meeting, and if voting at the meeting is combined with absentee voting, also the time on the date of the meeting or another earlier date for the end of acceptance of documents containing information on the expression of will of the members of the Management Board of the Company (hereinafter referred to as the questionnaire) who voted in absentia, the place of the meeting or the date</li> </ul>	<p>The Regulation has been supplemented with an article defining the procedure for holding meetings or absentee voting of the Company's Management Board.</p> <p>The provisions have been transferred from other articles of the Regulation and brought into line with the amendments introduced to the Law on Joint-Stock Companies by Federal Law No. 287-FZ of 08.08.2024.</p>

		<p>and time of the end of acceptance of questionnaires in the case of absentee voting.</p> <p>7.4. The notice of holding a meeting and the notice of holding a meeting and the notice of holding an absentee vote shall be drawn up in accordance with Appendices 2-3 to this Regulation.</p> <p>7.5. Notification of a meeting or absentee voting, draft resolutions on agenda items and relevant accompanying materials substantiating the decisions proposed to be adopted by the Company's Management Board shall be sent by the Secretary of the Company's Management Board to each member of the Company's Management Board in a manner that ensures its prompt receipt (including by electronic means) no later than 3 (Three) business days prior to the date of the meeting or the deadline for accepting questionnaires in the case of absentee voting, except for cases stipulated by this Regulation.</p> <p>The period provided for in this paragraph may be shortened by decision of the Chairman of the Management Board of the Company.</p>	
<b>8. Procedure for holding a meeting</b>			
12	<p><del>6.1. Notification of the members of the Management Board about the place, date, time and agenda of the meeting of the Management Board shall be sent to the members of the Management Board 2 (two) working days before the said meeting.</del></p> <p><del>6.2. The notice of holding a meeting of the Board of Directors by joint presence must contain:</del></p> <ul style="list-style-type: none"> <li><del>— the full corporate name of the Company and its location;</del></li> <li><del>— agenda of the Management Board's meeting;</del></li> <li><del>— date, time and place of the meeting of the Management Board;</del></li> <li><del>— list of information (materials) provided to members of the Board in preparation for the meeting.</del></li> </ul> <p><del>6.3. The notice of a meeting of the Board shall be prepared by the Secretary of the Management Board and</del></p>	<p>8.1. The consideration of the issues on the meeting agenda shall take place in the following order:</p> <ul style="list-style-type: none"> <li>- opening of the meeting;</li> <li>- announcement by the Chairman of the Management Board of the Company of the quorum for making decisions and the agenda;</li> <li>- discussion of issues included in the agenda;</li> <li>- voting on agenda items;</li> <li>- counting of votes and announcement of voting results;</li> <li>- closing of the meeting.</li> </ul> <p>8.2. The meeting is opened by the Chairman of the Management Board of the Company.</p> <p>8.3. The Chairman of the Management Board of the Company or the Secretary of the Management Board of the Company determines the presence of a quorum.</p> <p>8.4. When decisions are made by the Management</p>	

<p><del>signed by the Chairman, and in cases stipulated by this Regulation, the notice shall be signed by the Deputy Chairman of the Management Board.</del></p> <p><del>Simultaneously with the notification of the Management Board's meeting, all necessary materials (information) and a draft resolution on the agenda items of the meeting are sent to the members of the Management Board.</del></p> <p>6.4. At meetings of the Board, issues included in the agenda of the meeting of the Board are considered.</p> <p>In exceptional cases, issues not included in the agenda of the meeting may be considered at in-person meetings of the Board, if the consideration of such an issue is unanimously approved by all members of the Board present at the meeting and if a quorum is present.</p> <p>6.5. The meetings of the Board are chaired by the Chairman, and in his absence, by the Deputy Chairman of the Management Board in accordance with clause 3.3.1 of this Regulation.</p> <p>6.6. The Secretary of the Management Board determines whether there is a quorum for holding a meeting of the Board, and the Chairman of the Management Board informs those present of the presence of a quorum and announces the agenda of the meeting of the Board.</p> <p>6.7. Consideration of issues on the agenda of the Management Board's meeting includes the following stages:</p> <ol style="list-style-type: none"> <li>1) presentation by a member of the Board (invited person) with a report on the agenda item;</li> <li>2) discussion of the agenda item;</li> <li>3) proposals for the formulation of a decision on the agenda item;</li> <li>4) voting on an agenda item;</li> <li>5) counting of votes, summing up and announcement of preliminary voting results (excluding the written opinions of members of the Management Board absent from the meeting).</li> </ol> <p>At a meeting of the Management Board, held in the joint presence of its members, information from the Secretary of the Management Board on the implementation of</p>	<p>Board of the Company at a meeting, voting at the meeting is combined with absentee voting in the manner provided for in paragraph 8.9 of this Regulation, with the exception of the cases provided for in the second paragraph of this paragraph.</p> <p>In order to ensure the confidentiality of information constituting state, commercial and other secrets protected by law, by decision of the Chairman of the Management Board of the Company, voting at a meeting may be carried out without combining it with absentee voting in accordance with the requirements of the legislation of the Russian Federation.</p> <p>8.5. The quorum for making decisions by the Management Board of the Company shall be no less than half of the number of elected (appointed) members of the Management Board of the Company. When determining the quorum for the agenda items of a meeting combined with absentee voting, the questionnaires of the members of the Management Board of the Company absent from the meeting, received by the Secretary of the Management Board of the Company within the time period specified in the notice of the meeting, shall be taken into account.</p> <p>8.6. At the opening of the meeting, the Chairman of the Management Board of the Company informs the members of the Management Board of the Company about the presence of a quorum, dissenting opinions on the issues on the agenda, and announces the agenda.</p> <p>8.7. In the absence of a quorum (recorded in the minutes of the Management Board of the Company), the meeting is declared invalid. In this case, the Chairman of the Management Board of the Company makes a decision to postpone the meeting.</p> <p>8.8. If, during a meeting at which voting is combined with absentee voting, the number of members of the Company's Management Board participating in the meeting, taking into account the members of the Company's Management Board whose questionnaires are taken into account when determining the quorum in accordance with paragraph 8.6 of this Regulation, is less than half of the number of elected members of the Company's Management Board, the Chairman of the Company's Management Board shall decide to postpone the consideration of issues included in the agenda but not considered by the time the decision to postpone is made.</p>	
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<p>previously adopted decisions of the Management Board must be heard.</p> <p>6.8. If at least half of the members of the Management Board are present at the meeting, when determining the results of voting on agenda items, the written opinions of the members of the Management Board of the Company who are absent from the meeting of the Management Board shall be taken into account in the manner established by this Regulation.</p> <p>6.9. On the day of the meeting of the Management Board, the Secretary of the Management Board, based on the results of the voting at the meeting, shall prepare a questionnaire in the form in accordance with Appendix 1 to this Regulation, signed by the Chairman of the Management Board (and in his absence, by the Deputy Chairman of the Management Board), which shall be sent via fax, e-mail or via an automated information system to the members of the Management Board of the Company who were absent from the said meeting.</p> <p>6.10. When filling out the questionnaire, a member of the Board must leave only one of the possible voting options ("for", "against", "abstained") uncrossed out for each of the draft resolutions on each of the issues. The completed questionnaire must be signed by the member of the Board, indicating his/her last name and initials. Members of the Management Board of the Company may also vote on proposed draft resolutions in the automated information system.</p> <p>6.11. The completed and signed questionnaire must be sent by the member of the Board no later than the next day after the meeting to the Secretary of the Management Board in the original or by fax or e-mail, with subsequent sending of the original questionnaire to the address indicated therein.</p> <p>6.12. A questionnaire filled out in violation of the requirements specified in paragraph 6.10. of this Regulation is considered invalid (in the event of violations of the requirements for filling out voting options, it is considered invalid only in part of the relevant question) and is not taken into account when counting votes.</p>	<p>8.9. When voting at a meeting is combined with absentee voting, the acceptance of questionnaires from members of the Management Board of the Company who voted in absentia shall be completed at the time specified in the notice of the meeting on the date of the meeting, unless an earlier date for the completion of the acceptance of questionnaires is specified in this notice.</p> <p>8.9.1. The questionnaire, completed in accordance with Appendix 4 to this Regulation, is sent to the members of the Management Board of the Company as part of the materials for the meeting.</p> <p>8.9.2. When filling out the questionnaire, a member of the Management Board of the Company must leave only one of the possible voting options uncrossed out ("for", "against", "abstained").</p> <p>A questionnaire filled out in violation of the requirement provided for in this subparagraph shall be deemed invalid in terms of voting on the relevant issue and shall not be taken into account when summing up the results (summary) of voting on it.</p> <p>8.9.3. The completed questionnaire must be signed by a member of the Management Board of the Company personally, indicating his/her last name, first name and patronymic (if any).</p> <p>A questionnaire that is not signed by a member of the Management Board of the Company in accordance with the requirements of this subparagraph is considered invalid and is not taken into account when determining the quorum and summing up the results (summary) of the voting.</p> <p>8.9.4. The completed and signed questionnaire must be submitted by a member of the Management Board of the Company within the time period specified in the notice of the meeting to the Secretary of the Management Board of the Company via electronic communication with subsequent submission of the original questionnaire to the address indicated therein.</p> <p>A questionnaire received by the Secretary of the Management Board of the Company after the expiration of the period specified in the notice of the meeting is not taken into account when determining the quorum and summing up the results (summary) of the voting.</p> <p>8.9.5. A member of the Management Board of the Company has the right to present a dissenting opinion on issues</p>	
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	<p>A questionnaire received by the Company after the expiration of the period specified therein shall not be taken into account when counting votes and summing up the voting results.</p> <p>6.13. Based on the results of the voting at the meeting, in the automated information system and the questionnaires received from the members of the Board, the Secretary of the Management Board shall summarize the results of the voting on the agenda items and draw up the minutes of the Board in the manner established by this Regulation.</p>	<p>submitted for consideration to the Management Board of the Company, which must be drawn up in writing, signed by the member of the Management Board of the Company personally, and submitted to the Secretary of the Management Board of the Company together with a questionnaire completed in accordance with subparagraphs 8.9.2 and 8.9.3 of paragraph 8.9 of this Regulation.</p> <p>8.9.6. The Secretary of the Management Board of the Company shall be obliged to bring to the attention of the Chairman of the Management Board of the Company all questionnaires received within the time period specified in the notice of the meeting and taken into account when determining the quorum, as well as dissenting opinions submitted in the manner prescribed by subparagraph 8.10.5 of paragraph 8.10 of this Regulation.</p> <p>8.10. In the event of changes to draft resolutions during the discussion by the members of the Company's Management Board present at the meeting, in order to take into account the opinions of the members of the Company's Management Board who were absent from the meeting, the Secretary of the Company's Management Board, by decision of the Chairman of the Company's Management Board, may draw up an adjusted questionnaire taking into account the new wording of the draft resolutions, which is approved by the Chairman of the Company's Management Board. In such a case, no later than 1 (one) business day from the date of the meeting specified in the notice of the meeting, the Secretary of the Company's Management Board shall send the adjusted questionnaire to the members of the Company's Management Board who submitted a questionnaire counted in the quorum in accordance with paragraph 8.5 of this Regulation.</p> <p>The rules established in subparagraphs 8.9.2 - 8.9.4 of paragraph 8.9 of this Regulation shall apply to the procedure for filling out, signing and submitting the corrected questionnaire, as well as to the procedure for taking it into account when summing up the final results (summary) of the vote.</p> <p>8.11. A dissenting opinion of a member of the Company's Management Board, received in accordance with the procedure established by subparagraph 8.9.5 of paragraph 8.9 of this Regulation, must be attached to the minutes of the Company's Management Board.</p>	
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<b>9. The procedure for making decisions by the Management Board of the Company by means of absentee voting</b>			
13	<p>7.1. The decision of the Management Board of the Company on issues within its competence may be taken by absentee voting <del>(by poll)</del>.</p> <p><del>7.2. In order for the Board to make a decision by absentee voting (by survey), each member of the Board shall be sent a notice of absentee voting on the agenda items, materials (information) and draft decisions on the items included in the agenda no later than 3 (Three) working days before the end of the period for accepting questionnaires for absentee voting.</del></p> <p><del>7.3. The notification of absentee voting must contain:</del></p> <ul style="list-style-type: none"> <li><del>—the full corporate name of the Company and its location;</del></li> <li><del>—agenda of the Management Board's meeting;</del></li> <li><del>—an indication to conduct absentee voting by filling out a questionnaire;</del></li> <li><del>—the date and time of the end of the period for accepting absentee voting questionnaires;</del></li> <li><del>—list of information (materials) provided to members of the Board in preparation for the meeting.</del></li> </ul> <p><del>7.4. Members of the Board have the right to submit their proposals and/or comments on the proposed draft decisions of the Board on issues put to absentee voting</del></p>	<p>9.1. The decision of the Management Board of the Company on issues within its competence may be taken by absentee voting.</p> <p><b>9.2. The questionnaire is completed in the form in accordance with Appendix 4 to this Regulation.</b></p> <p>9.3. When determining the quorum for the agenda items of absentee voting, the questionnaires received by the Secretary of the Management Board of the Company within the time period specified in the notice of absentee voting shall be taken into account.</p> <p><b>9.4. The rules established by subparagraphs 8.9.2 - 8.9.4 of paragraph 8.9 of this Regulation shall apply to the procedure for filling out, signing and submitting the questionnaire, as well as to the procedure for taking it into account when determining the quorum and summing up the results (summary) of the voting.</b></p> <p><b>9.5. A member of the Management Board of the Company has the right to present a dissenting opinion on issues submitted for consideration by the Management Board of the Company.</b></p> <p>The procedure for drafting and signing a dissenting opinion by a member of the Management Board of the Company, as well as the procedure for submitting it to the Secretary of the Management Board of the Company, is</p>	<p>The rules on the deadlines for sending notifications and materials to the Management Board of the Company, and the requirements for the content of the notification have been transferred to Article 7 of the Regulation</p>

<p><del>no later than 2 (Two) business days before the end of the period for accepting voting ballots specified in the notice of absentee voting.</del></p> <p><del>7.5. The Secretary of the Management Board shall draw up a questionnaire for absentee voting taking into account the proposals and (or) comments received on the proposed draft resolutions of the Management Board on agenda items in the form in accordance with Appendix 2 to this Regulation. If a member (members) of the Management Board has changed the wording of the draft resolutions on an agenda item (items), the Secretary of the Management Board shall include in the questionnaire all draft resolutions on such item (items) proposed by the member (members) of the Management Board.</del></p> <p><del>7.6. The questionnaire for absentee voting shall be sent by the Secretary of the Management Board to the members of the Board no later than 1 (one) business day before the end of the period for accepting questionnaires, specified in the notice of absentee voting by fax, e-mail or automated information system.</del></p> <p><del>7.7. The questionnaire must contain:</del></p> <ul style="list-style-type: none"> <li><del>— the full corporate name of the Company and its location;</del></li> <li><del>— formulation of agenda items;</del></li> <li><del>— voting options;</del></li> <li><del>— date and time of the deadline for accepting questionnaires;</del></li> <li><del>— address for sending completed questionnaires;</del></li> </ul> <p><del>7.8. When filling out the questionnaire for absentee voting, a member of the Board must leave only one of the possible voting options for each of the draft resolutions for each of the issues uncrossed out ("for", "against", "abstained"). The completed questionnaire must be signed by the member of the Board, indicating his/her last name and initials.</del></p> <p><del>Members of the Management Board of the Company may also vote on proposed draft resolutions in the automated information system.</del></p>	<p><b>determined by subparagraph 8.9.5 of paragraph 8.9 of this Regulation.</b></p> <p>9.6. Based on the received questionnaires, the Secretary of the Management Board of the Company shall draw up the minutes of the Management Board of the Company in the manner established by this Regulation.</p>	
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	<p><del>7.9. A questionnaire filled out in violation of the requirements specified in paragraph 7.8. of this Regulation is considered invalid (in the event of violations of the requirements for filling out voting options, it is considered invalid only in part for the relevant question) and does not participate in determining the quorum required to make a decision by absentee voting, and is not taken into account when counting votes.</del></p> <p><del>7.10. The completed and signed questionnaire is handed over by a member of the Board to the Secretary of the Management Board within the time period specified in the questionnaire, or sent via fax or e-mail, followed by sending the original questionnaire to the address specified in the questionnaire.</del></p> <p><del>Those members of the Board whose questionnaires were received by the Secretary of the Management Board no later than the deadline for accepting questionnaires, as well as members of the Board who voted on the proposed draft resolutions in the automated information system, are considered to have taken part in the absentee voting.</del></p> <p><del>7.11. Based on the received questionnaires, as well as the results of voting in the automated information system, the Secretary of the Management Board shall summarize the results of the absentee voting on the agenda items and draw up the minutes of the Board in the manner established by this Regulation.</del></p>		
<b>10. Minutes of the results of a meeting or absentee voting</b>			
14	<p>8.1. The minutes <del>of the meeting of</del> the Management Board of the Company <del>based on the results of the meeting of the Board (results of absentee voting)</del> are drawn up and signed within <del>2 (two)</del> working days after the meeting by the Chairman and Secretary of the Management Board, <del>who are responsible for the correct preparation of the minutes.</del></p> <p>8.2. The minutes of the Management Board's meeting must contain:</p> <p>— <del>full corporate name of the Company;</del></p> <p>- the form of the meeting (joint presence or absentee voting);</p>	<p><b>10.1. The holding of a meeting and the results of voting at the meeting, including voting that is combined with absentee voting, as well as the results of absentee voting, are confirmed by the minutes of the Management Board of the Company.</b></p> <p><b>10.2. The minutes of the Management Board of the Company are drawn up and signed by the Secretary of the Management Board of the Company and submitted for signature to the Chairman of the Management Board of the Company within 3 (Three) working days after the date of the meeting or the end date of acceptance of questionnaires in the case of absentee voting.</b></p>	<p>The article has been amended in accordance with the changes made to the Law on JSC by Federal Law No. 287-FZ of 08.08.2024.</p> <p>Clarifications have been made taking into account corporate practice. Technical and clarifying amendments have also been made.</p>

<ul style="list-style-type: none"> <li>- place and time of the meeting (<del>summing up the voting results</del>);</li> <li>- a list of members of the Board who were present at the meeting (participated in absentia voting), as well as a list of invited persons;</li> <li>- <del>information on the presence of a quorum for the meeting</del>;</li> <li>- agenda of <del>the meeting</del>;</li> <li>- questions put to a vote and <del>the roll call</del> results of voting on them;</li> <li><del>— a summary transmission of reports and speeches of persons participating in the meeting (if the meeting is held through joint presence);</del></li> <li>- decisions taken.</li> </ul> <p><del>8.3. The Company is obliged to keep the minutes of the meetings of the Management Board at the location of the executive body of the Company. The Chairman of the Management Board is responsible for the safety of the minutes of the meetings of the Management Board.</del></p> <p>Minutes of the meetings of the Management Board of the Company shall be provided to the members of the Board of Directors of the Company, the Audit Commission of the Company, <del>the Head of Internal Audit of the Company (the Head of the structural division of the Company responsible for organizing and implementing Internal Audit, and in the event of engaging an external independent organization to implement Internal Audit, the Head of the said organization)</del>, the Auditor of the Company upon their request, as well as the shareholder(s) of the Company in accordance with the requirements of the Federal Law "On Joint-Stock Companies".</p>	<p>10.3. The minutes of the Management Board of the Company shall indicate:</p> <ol style="list-style-type: none"> <li>1) <b>the date and time of the meeting, and if voting at the meeting of the Management Board of the Company was combined with absentee voting, also the date and time of the end of the acceptance of questionnaires from members of the Management Board of the Company who voted in absentia, the place of the meeting or, in the case of absentee voting, the deadline for accepting questionnaires;</b></li> <li>2) persons who took part in the meeting or absentee voting, as well as persons invited to the meeting in accordance with paragraph 8.13 of this Regulation;</li> <li>3) <b>speakers on the agenda of the meeting;</b></li> <li>4) agenda;</li> <li><b>agenda items put to a vote and the results (summary) of voting on each agenda item, indicating the voting option of each member of the Management Board of the Company or information that he did not take part in the voting, decisions taken on each agenda item;</b></li> <li><b>6) agenda items that were not put to a vote (if any);</b></li> <li><b>7) information about the persons who signed the minutes of the Management Board of the Company;</b></li> <li><b>8) minutes instructions of the Chairman of the Management Board of the Company (if any).</b></li> </ol> <p>10.4. The following documents are attached to the minutes of the Management Board of the Company:</p> <ul style="list-style-type: none"> <li>- special opinions of members of the Management Board of the Company;</li> <li>- documents approved by the Management Board of the Company when making decisions on agenda items;</li> <li>- questionnaires.</li> </ul> <p><b>10.5. The minutes of the Company's Management Board signed by the Chairman of the Company's Management Board are registered in the document management system.</b></p> <p>10.6. The decisions of the Management Board of the Company shall, no later than 1 (one) business day from the date of signing the minutes of the Management Board of the Company by the Chairman of the Management Board, be communicated to the responsible executors in electronic form by means of extracts from</p>	
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		<p>the minutes on individual issues, and also – based on individual requests – on paper, certified by the Secretary of the Management Board of the Company with the affixing of the seal of the Company.</p> <p>10.7. Access to the minutes of the Management Board of the Company <b>(by review or provision of copies)</b> may be provided to members of the Board of Directors of the Company, members of the Audit Commission of the Company, the audit organization of the Company <b>and other persons who have the relevant right in accordance with the legislation of the Russian Federation, upon their written request sent to the Chairman of the Management Board of the Company.</b></p> <p>10.8. The minutes of the Management Board of the Company shall be kept for 2 (Two) years by the Secretary of the Management Board of the Company, and then transferred to the archives of the Company for permanent storage.</p>	
<b>11. Control over the implementation of decisions of the Company's Management Board</b>			
15	<p><del>9.1. Decisions made by the Management Board shall be communicated to the members of the Board in writing by sending a copy of the minutes of the Management Board's meeting no later than 3 (three) working days from the date of signing the minutes.</del></p> <p><del>9.2. The decisions of the Management Board are communicated to the executors by extracts on individual issues from the minutes of the meeting of the Management Board of the Company, signed by the Secretary of the Management Board and certified by the seal of the Company.</del></p> <p>9.3. Control over the implementation of the decisions of the Management Board is carried out by the Secretary of the Management Board.</p>	<p>11.1. Control over the implementation of decisions of the Management Board of the Company is carried out by the Secretary of the Management Board of the Company.</p>	<p>Clarifying and technical amendments have been made.</p>
<b>12. Final provisions</b>			
16	<p><del>10.1 The Regulation on the Management Board is approved by the General Meeting of Shareholders of the Company.</del></p>	<p>12.1. If, as a result of changes in the regulatory <b>legal</b> acts of the Russian Federation, individual <b>provisions</b> of this Regulation come into conflict with them, these <b>provisions are recognized as invalid</b> and until amendments are made to <b>this</b> Regulation, the</p>	<p>Clarifying and technical corrections have been made</p>

	<p><b><del>10.2 Changes and additions to this Regulation shall be made by the General Meeting of Shareholders of the Company.</del></b></p> <p>10.3 If, as a result of changes <b><del>in the legislation and</del></b> regulations of the Russian Federation, individual <b><del>articles</del></b> of this Regulation come into conflict with it, these <b><del>articles shall lose force,</del></b> and until changes are made to the Regulation, <b><del>the Board</del></b> shall be guided by <b><del>the legislation and</del></b> regulations of the Russian Federation.</p>	<p>Company is guided by the regulatory <b>legal</b> acts of the Russian Federation.</p>	
17	<p><b>Other changes introduced to the Regulation on the Management Board of Rosseti Centre, PJSC are of a technical nature and are related to the harmonization of the use of terms in the text of the Regulation on the Management Board of Rosseti Centre, PJSC. Due to the significant number of technical changes, they are not provided in this table.</b></p>		