

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

«24» July 2023

Moscow

No. 34/23

Form of the meeting: **absent voting.**

Total number of members of the Board of Directors: **11 people.**

Participants of the voting: **M.S. Agafonov, E.V. Andreeva, M.A. Dokuchaeva, A.N. Zharikov, V.Y. Zarkhin, M.V. Korotkova, Y.A. Leshchevskaya, E.V. Lyapunov, I.V. Makovskiy, A.V. Morozov, A.P. Tulba.**

Members who did not provide questionnaires: **none.**

The quorum **is present.**

Date of the minutes: **24.07.2023.**

AGENDA:

1. On consideration of the report on the expenditure to prepare and conduct the Annual General Meeting of Shareholders of the Company on 09.06.2023.
2. On approval of an internal document of the Company: the Anti-corruption Policy of Rosseti Centre, PJSC and SDCs of Rosseti Centre, PJSC.
3. On consideration of the report on the implementation in 2022 of the Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2021-2025.
4. On approval of the Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2023-2027.
5. On approval of the report of General Director of the Company «On implementation in 2022 of the Innovative Development Program of Rosseti Centre, PJSC for the period of 2020 – 2024 with an outlook until 2030, including the Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2023-2027.
6. On consideration of the report on execution of the Program of measures to reduce electric energy losses of Rosseti Centre, PJSC for 2023 and the period until 2027 in 1Q 2023.
7. On consideration of the report on execution of the Program of energy saving and energy efficiency of Rosseti Centre, PJSC for 2017 – 2022 in 2022.
8. On consideration of the report of General Director of the Company on implementation of the decisions in 1Q 2023 taken at the meetings of the Board of Directors of the Company.

Item 1. On consideration of the report on the expenditure to prepare and conduct the Annual General Meeting of Shareholders of the Company on 09.06.2023.

Decision:

To take into consideration the report on the expenditure to prepare and conduct the Annual General Meeting of Shareholders of Rosseti Centre, PJSC on 09.06.2023 in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|----------------------------------|---------|
| 1. Maxim Sergeevich Agafonov | - «FOR» |
| 2. Elena Viktorovna Andreeva | - «FOR» |
| 3. Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. Alexey Nikolayevich Zharikov | - «FOR» |

- | | | |
|-----|----------------------------------|---------|
| 5. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «FOR» |
| 11. | Andrey Petrovich Tulba | - «FOR» |

Total:

«FOR»	- «11»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

Decision is taken.

Item 2. On approval of an internal document of the Company: the Anti-corruption Policy of Rosseti Centre, PJSC and SDCs of Rosseti Centre, PJSC.

Decision:

1. To approve the Anti-corruption Policy of Rosseti Centre, PJSC and SDCs of Rosseti Centre, PJSC in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

2. To consider invalid the decision of the Board of Directors of the Company dated 30.06.2020 (Minutes dated 30.06.2020 # 30/20) on the approval of the Anti-corruption policy of PJSC «Rosseti» and SDCs of PJSC «Rosseti» as an internal document of the Company from the date of adoption of this decision.

Voting results:

- | | | |
|-----|----------------------------------|---------|
| 1. | Maxim Sergeevich Agafonov | - «FOR» |
| 2. | Elena Viktorovna Andreeva | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Alexey Nikolayevich Zharikov | - «FOR» |
| 5. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «FOR» |
| 11. | Andrey Petrovich Tulba | - «FOR» |

Total:

«FOR»	- «11»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

Decision is taken.

Item 3. On consideration of the report on the implementation in 2022 of the Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2021-2025.

Decision:

To take into consideration the report on the implementation in 2022 of the Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2021-2025 in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

Voting results:

1. Maxim Sergeevich Agafonov - «FOR»
2. Elena Viktorovna Andreeva - «FOR»
3. Maria Alexandrovna Dokuchaeva - «FOR»
4. Alexey Nikolayevich Zharikov - «FOR»
5. Vitaly Yuryevich Zarkhin - «ABSTAINED»
6. Maria Vyacheslavna Korotkova - «FOR»
7. Yulia Alexandrovna Leshchevskaya - «FOR»
8. Evgeny Viktorovich Lyapunov - «FOR»
9. Igor Vladimirovich Makovskiy - «FOR»
10. Andrey Vladimirovich Morozov - «FOR»
11. Andrey Petrovich Tulba - «FOR»

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.

Item 4. On approval of the Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2023-2027.

Decision:

1. To approve the Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2023-2027 in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.
2. To consider invalid the Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2021-2025, approved by the decision of the Board of Directors of the Company on 15.07.2021 (Minutes of 16.07.2021 # 26/21).

Voting results:

1. Maxim Sergeevich Agafonov - «FOR»
2. Elena Viktorovna Andreeva - «FOR»
3. Maria Alexandrovna Dokuchaeva - «FOR»
4. Alexey Nikolayevich Zharikov - «FOR»
5. Vitaly Yuryevich Zarkhin - «ABSTAINED»
6. Maria Vyacheslavna Korotkova - «FOR»
7. Yulia Alexandrovna Leshchevskaya - «FOR»
8. Evgeny Viktorovich Lyapunov - «FOR»
9. Igor Vladimirovich Makovskiy - «FOR»
10. Andrey Vladimirovich Morozov - «ABSTAINED»
11. Andrey Petrovich Tulba - «FOR»

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

Decision is taken.

Item 5. On approval of the report of General Director of the Company «On implementation in 2022 of the Innovative Development Program of Rosseti Centre, PJSC for the period of 2020 – 2024 with an outlook until 2030, including the Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2023-2027».

Decision:

1. To approve the report on implementation in 2022 of the Innovative Development Program of Rosseti Centre, PJSC for the period of 2020-2024 with an outlook until 2030 in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.
2. To approve the Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2023-2027, including the action plan for research and (or) development work in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|-------------------------------------|---------------|
| 1. Maxim Sergeevich Agafonov | - «FOR» |
| 2. Elena Viktorovna Andreeva | - «FOR» |
| 3. Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. Alexey Nikolayevich Zharikov | - «ABSTAINED» |
| 5. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 6. Maria Vyacheslavna Korotkova | - «FOR» |
| 7. Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. Igor Vladimirovich Makovskiy | - «FOR» |
| 10. Andrey Vladimirovich Morozov | - «ABSTAINED» |
| 11. Andrey Petrovich Tulba | - «FOR» |

Total:

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «3»

Decision is taken.**Item 6. On consideration of the report on execution of the Program of measures to reduce electric energy losses of Rosseti Centre, PJSC for 2023 and the period until 2027 in 1Q 2023.****Decision:**

To take into consideration the report on execution of the Program of measures to reduce electric energy losses at grid facilities of Rosseti Centre, PJSC in 1Q 2023 in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|-------------------------------------|---------------|
| 1. Maxim Sergeevich Agafonov | - «FOR» |
| 2. Elena Viktorovna Andreeva | - «FOR» |
| 3. Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. Alexey Nikolayevich Zharikov | - «FOR» |
| 5. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 6. Maria Vyacheslavna Korotkova | - «FOR» |
| 7. Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. Igor Vladimirovich Makovskiy | - «FOR» |
| 10. Andrey Vladimirovich Morozov | - «FOR» |
| 11. Andrey Petrovich Tulba | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.

Item 7. On consideration of the report on execution of the Program of energy saving and energy efficiency of Rosseti Centre, PJSC for 2017 – 2022 in 2022.

Decision:

To take into consideration the report on execution of the Program of energy saving and energy efficiency of Rosseti Centre, PJSC for 2017 – 2022 in 2022 in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.

Voting results:

- | | | |
|-----|----------------------------------|---------------|
| 1. | Maxim Sergeevich Agafonov | - «FOR» |
| 2. | Elena Viktorovna Andreeva | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Alexey Nikolayevich Zharikov | - «FOR» |
| 5. | Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «FOR» |
| 11. | Andrey Petrovich Tulba | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.

Item 8. On consideration of the report of General Director of the Company on implementation of the decisions in 1Q 2023 taken at the meetings of the Board of Directors of the Company.

Decision:

To take into consideration the report of General Director of the Company on implementation of the decisions in 1Q 2023 taken at the meetings of the Board of Directors of the Company in accordance with Appendices ## 9-12 to this decision of the Board of Directors of the Company.

Voting results:

- | | | |
|-----|----------------------------------|---------|
| 1. | Maxim Sergeevich Agafonov | - «FOR» |
| 2. | Elena Viktorovna Andreeva | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Alexey Nikolayevich Zharikov | - «FOR» |
| 5. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «FOR» |
| 11. | Andrey Petrovich Tulba | - «FOR» |

Total:

«FOR»	- «11»
«AGAINST»	- «0»

Decision is taken.

Appendices:

1. The report on the expenditure to prepare and conduct the Annual General Meeting of Shareholders of Rosseti Centre, PJSC on 09.06.2023 (Appendix # 1).
2. The Anti-corruption Policy of Rosseti Centre, PJSC and SDCs of Rosseti Centre, PJSC (Appendix # 2).
3. The report on the implementation in 2022 of the Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2021-2025 (Appendix # 3).
4. The Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2023-2027 (Appendix # 4).
5. The report on implementation in 2022 of the Innovative Development Program of Rosseti Centre, PJSC for the period of 2020-2024 with an outlook until 2030 (Appendix # 5).
6. The Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2023-2027, including the action plan for research and (or) development work (Appendix # 6).
7. The report on execution of the Program of measures to reduce electric energy losses at grid facilities of Rosseti Centre, PJSC in 1Q 2023 (Appendix # 7).
8. The report on execution of the Program of energy saving and energy efficiency of Rosseti Centre, PJSC for 2017 – 2022 in 2022 (Appendix # 8).
9. The report of General Director of the Company on implementation of the decisions in 1Q 2023 taken at the meetings of the Board of Directors of the Company (Appendices ## 9-12).

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

E.V. Lyapunov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya