

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

«22» April 2025

Moscow

No. 13/25

Method of decision-making: absentee voting.**Deadline for accepting questionnaires:** «22» April 2025.**Total number of members of the Board of Directors:** 11 persons.**Persons who took part in the absentee voting:** M.S. Agafonov, E.V. Andreeva, M.A. Dokuchaeva, V.Y. Zarkhin, E.V. Lyapunov, A.V. Morozov, S.S. Pikin, A.A. Polinov, A.V. Shevchuk.**Persons who did not take part in the absentee voting:** Y.A. Leshchevskaya and I.V. Makovskiy.**Quorum:** present.**Date of drawing up the Minutes:** 22.04.2025.**Details of the person who signed the Minutes:** Lyapunov Evgeny Viktorovich - Chairman of the Board of Directors of Rosseti Centre, PJSC.**AGENDA:**

1. On consideration of the internal audit report on the assessment of reliability and efficiency of the risk management and internal control system of the Company for 2024.
2. On consideration of the internal audit report «Assessment of the implementation of the non-core assets alienation Program and the Action Plan for the sale of non-core assets in Rosseti Centre, PJSC in 2024».
3. On approval of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of Rosseti Centre, PJSC for 2025 and forecast for 2026 – 2029.
4. On consideration of the report on the implementation of the Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2023-2027 following the results of 2024.
5. On nomination by Rosseti Centre, PJSC of candidates for audit organizations of companies in which Rosseti Centre, PJSC participates.
6. On nomination by Rosseti Centre, PJSC of candidates for election of Audit Commissions of companies in which Rosseti Centre, PJSC participates.
7. On determination of the position of Rosseti Centre, PJSC (representatives of Rosseti Centre, PJSC) on the issue submitted for consideration by the General Meeting of Shareholders of JSC “Sanatorium “Energetik”.
8. On determination of the position of Rosseti Centre, PJSC (representatives of Rosseti Centre, PJSC) on the issue submitted for consideration by the General Meeting of Shareholders of JSC YarEGC.
9. On consideration of the report on the credit policy of the Company following the results of 2024, including the work carried out to reduce the cost of servicing the loan portfolio in 4Q 2024 and transactions made in 4Q 2024, and the status of servicing loans issued by Rosseti Centre, PJSC.

AGENDA ITEMS NOT PUT TO VOTE: none.

AGENDA ITEMS PUT TO VOTE AND DECISIONS TAKEN ON THEM:

Item 1. On consideration of the internal audit report on the assessment of reliability and efficiency of the risk management and internal control system of the Company for 2024. THEY DECIDED:

1. To take into consideration Auditor's Report dated 14.03.2025 № 03-2025-«Rosseti Centre» on the assessment of reliability and efficiency of the risk management and internal control system of the Company for 2024, the conclusion of the internal auditor of Rosseti Centre, PJSC based on the results of the assessment of reliability and efficiency of the risk management and internal control system, the efficiency of the Company's corporate governance in accordance with Appendices ## 1-2 to this decision of the Board of Directors of the Company.

2. To recommend that General Director of the Company include the conclusion of the internal auditor of Rosseti Centre, PJSC based on the results of the assessment of reliability and efficiency of the risk management and internal control system, the efficiency of the Company's corporate governance to the list of materials to be provided to persons entitled to vote while making decisions at the annual meeting of the General Meeting of Shareholders of the Company.

VOTING RESULTS:

- | | |
|-----------------------------------|---------|
| 1. Maxim Sergeevich Agafonov | - «FOR» |
| 2. Elena Viktorovna Andreeva | - «FOR» |
| 3. Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. Andrey Vladimirovich Morozov | - «FOR» |
| 7. Sergey Sergeevich Pikin | - «FOR» |
| 8. Alexey Alexandrovich Polinov | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

DECISION IS TAKEN.

Item 2. On consideration of the internal audit report «Assessment of the implementation of the non-core assets alienation Program and the Action Plan for the sale of non-core assets in Rosseti Centre, PJSC in 2024».

THEY DECIDED:

To take into consideration auditor's report dated 14.03.2025 № 02-2025-«Rosseti Centre» «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» 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. Vitaly Yuryevich Zarkhin | - «FOR» |

- | | | |
|----|--------------------------------|---------|
| 5. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. | Andrey Vladimirovich Morozov | - «FOR» |
| 7. | Sergey Sergeevich Pikin | - «FOR» |
| 8. | Alexey Alexandrovich Polinov | - «FOR» |
| 9. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

DECISION IS TAKEN.

Item 3. On approval of the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of Rosseti Centre, PJSC for 2025 and forecast for 2026 – 2029.

THEY DECIDED:

To approve the summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of Rosseti Centre, PJSC for 2025 and take into consideration the forecast indicators for 2026-2029 in accordance with Appendices ## 4-5 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. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. | Andrey Vladimirovich Morozov | - «FOR» |
| 7. | Sergey Sergeevich Pikin | - «FOR» |
| 8. | Alexey Alexandrovich Polinov | - «FOR» |
| 9. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

DECISION IS TAKEN.

Item 4. On consideration of the report on the implementation of the Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2023-2027 following the results of 2024.

THEY DECIDED:

To take into consideration the report on the implementation of the Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2023-2027 following the results of 2024 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. | Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 5. | Evgeny Viktorovich Lyapunov | - «FOR» |

- | | | |
|----|--------------------------------|---------|
| 6. | Andrey Vladimirovich Morozov | - «FOR» |
| 7. | Sergey Sergeevich Pikin | - «FOR» |
| 8. | Alexey Alexandrovich Polinov | - «FOR» |
| 9. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

DECISION IS TAKEN.

Item 5. On nomination by Rosseti Centre, PJSC of candidates for audit organizations of companies in which Rosseti Centre, PJSC participates.

THEY DECIDED:

1. To nominate for appointment as the audit organization of JSC “Sanatorium “Energetik” at the annual meeting of the General Meeting of Shareholders of JSC “Sanatorium “Energetik” the following candidate – NATIONAL AUDIT AGENCY Limited Liability Company (NAA LLC) (TIN 6829005509).
2. To nominate for appointment as the audit organization of JSC YarEGC at the annual meeting of the General Meeting of Shareholders of JSC YarEGC the following candidate – AUDIT - GARANT Limited Liability Company (AUDIT - GARANT LLC) (TIN 7604317395).

VOTING RESULTS:

- | | | |
|----|--------------------------------|---------------|
| 1. | Maxim Sergeevich Agafonov | - «FOR» |
| 2. | Elena Viktorovna Andreeva | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. | Andrey Vladimirovich Morozov | - «ABSTAINED» |
| 7. | Sergey Sergeevich Pikin | - «FOR» |
| 8. | Alexey Alexandrovich Polinov | - «FOR» |
| 9. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

DECISION IS TAKEN.

Item 6. On nomination by Rosseti Centre, PJSC of candidates for election of Audit Commissions of companies in which Rosseti Centre, PJSC participates.

THEY DECIDED:

1. To nominate for election to the Audit Commission of JSC “Sanatorium “Energetik” at the annual meeting of the General Meeting of Shareholders of JSC “Sanatorium “Energetik” the following candidates:

Item #	Full name of the nominee	Title, place of employment of the nominee
1.	Ludmila Iovvna Nechushkina	Deputy Head of the Internal Audit Department of Rosseti Centre, PJSC
2.	Elena Ivanovna Chitaya	Head of the Operational Audit Section of the Internal Audit Department of Rosseti Centre, PJSC
3.	Nina Petrovna Zavatskaya	Chief Expert of the Operational Audit Section of the Internal Audit Department of Rosseti Centre, PJSC

2. To nominate for election to the Audit Commission of JSC YarEGC at the annual meeting of the General Meeting of Shareholders of JSC YarEGC the following candidates:

Item #	Full name of the nominee	Title, place of employment of the nominee
1.	Elena Ivanovna Chitaya	Head of the Operational Audit Section of the Internal Audit Department of Rosseti Centre, PJSC
2.	Nina Petrovna Zavatskaya	Chief Expert of the Operational Audit Section of the Internal Audit Department of Rosseti Centre, PJSC
3.	Svetlana Sergeevna Abramova	Leading Specialist of the Business Planning Section of the Office of Economics and Tariff Setting of the branch of Rosseti Centre, PJSC - Yarenergo

VOTING RESULTS:

- | | | |
|----|--------------------------------|---------|
| 1. | Maxim Sergeevich Agafonov | - «FOR» |
| 2. | Elena Viktorovna Andreeva | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. | Andrey Vladimirovich Morozov | - «FOR» |
| 7. | Sergey Sergeevich Pikin | - «FOR» |
| 8. | Alexey Alexandrovich Polinov | - «FOR» |
| 9. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

DECISION IS TAKEN.

Item 7. On determination of the position of Rosseti Centre, PJSC (representatives of Rosseti Centre, PJSC) on the issue submitted for consideration by the General Meeting of Shareholders of JSC “Sanatorium “Energetik”.

THEY DECIDED:

To instruct the representative of Rosseti Centre, PJSC, participating in the annual meeting of the General Meeting of Shareholders of JSC “Sanatorium “Energetik”, on the item «On election of members of the Audit Commission of JSC “Sanatorium “Energetik” to vote «FOR» taking the following decision: «To elect the Audit Commission of JSC “Sanatorium “Energetik”» in the following composition:

Item #	Full name of the nominee	Title, place of employment of the nominee
1.	Ludmila Iovna Nechushkina	Deputy Head of the Internal Audit Department of Rosseti Centre, PJSC
2.	Elena Ivanovna Chitaya	Head of the Operational Audit Section of the Internal Audit Department of Rosseti Centre, PJSC
3.	Nina Petrovna Zavatskaya	Chief Expert of the Operational Audit Section of the Internal Audit Department of Rosseti Centre, PJSC

VOTING RESULTS:

- | | | |
|----|--------------------------------|---------|
| 1. | Maxim Sergeevich Agafonov | - «FOR» |
| 2. | Elena Viktorovna Andreeva | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. | Andrey Vladimirovich Morozov | - «FOR» |
| 7. | Sergey Sergeevich Pikin | - «FOR» |
| 8. | Alexey Alexandrovich Polinov | - «FOR» |
| 9. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

DECISION IS TAKEN.

Item 8. On determination of the position of Rosseti Centre, PJSC (representatives of Rosseti Centre, PJSC) on the issue submitted for consideration by the General Meeting of Shareholders of JSC YarEGC.

THEY DECIDED:

To instruct the representative of Rosseti Centre, PJSC, participating in the annual meeting of the General Meeting of Shareholders of JSC YarEGC, on the item «On election of members of the Audit Commission of JSC YarEGC» to vote «FOR» taking the following decision: «To elect the Audit Commission of JSC YarEGC» in the following composition:

Item #	Full name of the nominee	Title, place of employment of the nominee
1.	Elena Ivanovna Chitaya	Head of the Operational Audit Section of the Internal Audit Department of Rosseti Centre, PJSC
2.	Nina Petrovna Zavatskaya	Chief Expert of the Operational Audit Section of the Internal Audit Department of Rosseti Centre, PJSC
3.	Svetlana Sergeevna Abramova	Leading Specialist of the Business Planning Section of the Office of Economics and Tariff Setting of the branch of Rosseti Centre, PJSC - Yarenergo

VOTING RESULTS:

- | | | |
|----|--------------------------------|---------|
| 1. | Maxim Sergeevich Agafonov | - «FOR» |
| 2. | Elena Viktorovna Andreeva | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. | Andrey Vladimirovich Morozov | - «FOR» |
| 7. | Sergey Sergeevich Pikin | - «FOR» |
| 8. | Alexey Alexandrovich Polinov | - «FOR» |
| 9. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

DECISION IS TAKEN.

Item 9. On consideration of the report on the credit policy of the Company following the results of 2024, including the work carried out to reduce the cost of servicing the loan portfolio in 4Q 2024 and transactions made in 4Q 2024, and the status of servicing loans issued by Rosseti Centre, PJSC.

THEY DECIDED:

1. To take into consideration the report on the credit policy of the Company following the results of 2024 in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.
2. To note the excess of the target limits for the financial leverage and debt service coverage as of 31.12.2024.
3. To set the Limit on debt on loans and borrowings at the level of RUB 40,997,782 thousand for the period until the Board of Directors of the Company considers the report on the Company's credit policy based on the results of 2025, but for a period of no more than 1 year from the date of adoption of this decision.
4. To take into consideration the report on the work carried out to reduce the cost of servicing the loan portfolio in 4Q 2024 in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.
5. To take into consideration the report on transactions made and the status of servicing loans issued by Rosseti Centre, PJSC in 4Q 2024 in accordance with Appendix # 9 to this decision of the Board of Directors of the Company.
6. To take into consideration the report on the loan repayment and interest payment in 4Q 2024 under cash loan agreement with interest dated 18 October 2019 No. 7700/00193/19, provided to JSC "Sanatorium "Energetik", in accordance with Appendix # 10 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. Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. Andrey Vladimirovich Morozov | - «ABSTAINED» |
| 7. Sergey Sergeevich Pikin | - «FOR» |
| 8. Alexey Alexandrovich Polinov | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «ABSTAINED» |

Total:

«FOR»	- «7»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

DECISION IS TAKEN.**Appendices:**

1. Auditor's Report № 03-2025-«Rosseti Centre» dated 14.03.2025 on the assessment of reliability and efficiency of the risk management and internal control system of the Company for 2024 (Appendix #1).
2. The conclusion of the internal auditor of Rosseti Centre, PJSC based on the results of the assessment of

reliability and efficiency of the risk management and internal control system, the efficiency of the Company's corporate governance (Appendix # 2).

3. Auditor's report dated 14.03.2025 № 02-2025-«Rosseti Centre» «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» (Appendix # 3).

4. The summary on the RAS principles and consolidated on the IFRS principles Business Plans of the Group of Rosseti Centre, PJSC for 2025 (Appendices ## 4-5).

5. The report on the implementation of the Charging Infrastructure Development Program of Rosseti Centre, PJSC for the period of 2023-2027 following the results of 2024 (Appendix # 6).

6. The report on the credit policy of the Company following the results of 2024 (Appendix # 7).

7. The report on the work carried out to reduce the cost of servicing the loan portfolio in 4Q 2024 (Appendix # 8).

8. The report on transactions made and the status of servicing loans issued by Rosseti Centre, PJSC in 4Q 2024 (Appendix # 9).

9. The report on the loan repayment and interest payment in 4Q 2024 under cash loan agreement with interest dated 18 October 2019 No. 7700/00193/19, provided to JSC "Sanatorium "Energetik" (Appendix # 10).

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

E.V. Lyapunov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya