

Statement on material fact

«On conclusion by the issuer or an organization controlled by the issuer, which is of significant importance to it, of a related party transaction»

1. General information	
1.1. Full company name (for a commercial organization) or name (for a non-commercial organization) of the issuer	Public Joint stock company «Rosseti Centre»
1.2. Issuer's address indicated in the unified state register of legal entities	Malaya Ordynka st., 15, Moscow, 119017
1.3. Primary state registration number (PSRN) of the issuer (if any)	1046900099498
1.4. Taxpayer identification number (TIN) of the issuer (if any)	6901067107
1.5. Unique issuer's code assigned by the Bank of Russia	10214-A
1.6. Web page address used by the issuer for information disclosure	https://www.e-disclosure.ru/portal/company.aspx?id=7985 ; https://www.mrsk-1.ru/information/
1.7. Date of occurrence of an event (material fact) about which a message has been compiled	28.12.2024
2. Contents of the statement «on conclusion by the issuer of a related party transaction»	
2.1. An entity, which has made a related party transaction (the issuer; an organization controlled by the issuer that is of significant importance to it): the issuer.	
2.2. If the organization that made the transaction is an organization controlled by the issuer, which is of significant importance to it, - full company name (for a commercial organization) or name (for a non-profit organization), location, taxpayer identification number (TIN) (if any), primary state registration number (PSRN) (if any) of the specified organization: not applicable.	
2.3. Category of the transaction (a related party transaction; a related party transaction that is also a major transaction): a related party transaction.	
2.4. Type and subject of the transaction: Type of the transaction – an amendment. Subject of the transaction – amendments to interest-free loan agreement from 16.07.2020 № 5720 (hereinafter – the Agreement).	
2.5. The content of the transaction, including civil rights and obligations, the establishment, modification or termination of which is made by the transaction: Making the following changes to the Agreement: 1. The parties agreed to read clause 3.5. of the Agreement in the following edition: «3.5. The repayment of the principal debt amount is carried out annually, starting from 2026 no later than 20 December of the corresponding year, in the amount of at least 1/5 of the principal debt amount under the agreement as of 01.01.2025. The final repayment of the principal debt is carried out no later than 31.12.2030. If the date of repayment of the Loan Amount in accordance with this paragraph falls on a non-working holiday or weekend, regardless of whether it is a state holiday or a day off for settlement transactions, then the payment of the Loan Amount is made on the last business day preceding the date repayment of the Loan Amount». 2. The parties agreed to read clause 10.1. of the Agreement in the following edition: «10.1. The term of the loan agreement is no later than 31.12.2030». 3. The amendment is an integral part of the Agreement, comes into force from the date of its signing by the parties and is valid for the entire term of the Agreement. The terms of the amendment apply to the legal relations of the parties that have arisen since the conclusion of the Agreement.	
2.6. Parties and beneficiaries under the transaction: Federal Grid Company – Rosseti, Public Joint Stock Company – Lender; Public Joint stock company «Rosseti Centre» – Borrower.	
2.7. Terms of fulfillment of obligations under the transaction: The term of the Agreement, taking into account the amendment, is no later than 31.12.2030.	
2.8. Amount of the transaction in monetary terms: RUB 4,900,000 thousand.	
2.9. The ratio of the price and the book value of the property for the acquisition, alienation or possibility of alienation of which the transaction is made for, as a percentage to the consolidated value of the assets of the issuer's group, determined according to the data of the issuer's consolidated financial statements as of the last reporting date (end date of the last completed reporting period preceding the transaction), and if the issuer has no obligation to prepare and disclose consolidated financial statements - to the value of the issuer's assets (if the transaction is made by the issuer) or the total value of the assets of the issuer and an organization controlled by the issuer that is of significant importance to it (if the transaction is made by the specified organization), determined according to the data of financial statements of the said entities as of the last reporting date (end date of the last completed reporting period preceding the transaction): 3.17 % consolidated value of the issuer group's assets as of 30.09.2024 (the last reporting date preceding the date of the transaction).	

2.10. The consolidated value of the assets of the issuer's group, determined according to the issuer's consolidated financial statements as of the last reporting date (the end date of the last completed reporting period preceding the transaction), and if the issuer has no obligation to prepare and disclose consolidated financial statements - the value of the issuer's assets (if the transaction is made by the issuer) or the total value of the assets of the issuer and an organization controlled by the issuer that is of significant importance to it (if the transaction is made by the specified organization), determined according to the data of financial statements of the said entities as of the last reporting date (end date of the last completed reporting period preceding the transaction): **RUB 154,795,717 thousand according to the issuer's consolidated financial statements as of 30.09.2024 (the last reporting date preceding the date of the transaction).**

2.11. Transaction date: **28.12.2024.**

2.12. Full company name (for a commercial organization) or name (for a non-commercial organization), location of a legal entity or last name, first name, patronymic (the last one, if any) of an individual recognized in accordance with the legislation of the Russian Federation as a person related to making transactions by the issuer or an organization controlled by the issuer that is of significant importance to it, as well as the basis on which the said entity was recognized as a related party to the transaction, the share of participation of the related entity in the authorized capital (the stake of shares owned by the related entity) of the issuer or an organization controlled by the issuer that is of significant importance to it (if the transaction is made by the specified organization), and the legal entity that is a party to the transaction:

1. Full company name: **Federal Grid Company – Rosseti, Public Joint Stock Company;**

– location: Russia, Moscow;

– the basis on which the entity is recognized as related to the transaction: the controlling entity of Rosseti Centre, PJSC, simultaneously a party to the transaction;

– share of the related party in the authorized capital (stake of shares owned by the related party) of the issuer: 50.69 % (50.69 %);

– share of the related party in the authorized capital (stake of shares owned by the related party) of the legal entity that is a party to the transaction: not applicable.

2. Surname, name, patronymic of an individual: **Evgeny Viktorovich Lyapunov;**

– the basis on which the person is recognized as related to the transaction: Member of the Board of Directors of Rosseti Centre, PJSC, simultaneously holding the position of a member of the Management Board of PJSC Rosseti;

– share of the related party in the authorized capital (stake of shares owned by the related party) of the issuer: 0 % (0 %);

– share of the related party in the authorized capital (stake of shares owned by the related party) of the legal entity that is a party to the transaction: 0 % (0 %).

3. Surname, name, patronymic of an individual: **Alexey Alexandrovich Polinov;**

– Member of the Board of Directors of Rosseti Centre, PJSC, simultaneously holding the position of a member of the Management Board of PJSC Rosseti;

– share of the related party in the authorized capital (stake of shares owned by the related party) of the issuer: 0 % (0 %);

– share of the related party in the authorized capital (stake of shares owned by the related party) of the legal entity that is a party to the transaction: 0 % (0 %).

2.13. Information on the adoption of a decision on consent to the conclusion or on the subsequent approval of a transaction that is of significant importance to the issuer, in the event that the specified decision was made by the authorized management body of the issuer or an organization controlled by the issuer (name of the management body of the issuer or organization controlled by the issuer that is of significant importance to it, which made the decision to consent to the conclusion or subsequent approval of the transaction, the date of adoption of the said decision, the date of drawing up and the number of the minutes of the meeting (session) of the management body of the issuer or an organization controlled by the issuer that is of significant importance to it, at which the said decision was made, if it was taken by the collegiate management body of the issuer or an organization controlled by the issuer that is of significant importance to the issuer), or an indication that the decision on consent to the transaction or subsequent approval of the transaction was not taken: **decision of the Board of Directors of Rosseti Centre, PJSC dated 28.12.2024 (Minutes of 28.12.2024 # 60/24).**

3. Signature

3.1. Head of the Corporate Governance

Department, under power of attorney

D-CA/240 of 26.12.2024

(signature)

Y.D. Naumova

3.2. Date «28» December 2024.