

MINUTES
of the meeting of the Audit Committee
of the Board of Directors of Rosseti Centre, PJSC
(in the form of joint presence)

21 March 2025

Moscow

No. 04/25

Form of the meeting: joint presence.

Time of the meeting: 13 hours 00 minutes – 14 hours 00 minutes.

Place of the meeting: Moscow, Malaya Ordynka St., 15, floor 6, room 611.

Total number of members of the Audit Committee: 3 persons.

Participants of the meeting: V.Y. Zarkhin, A.V. Morozov, S.S. Pikin.

A written vote was taken into account when determining the results: none.

Members who neither participated nor provided questionnaires: none.

The quorum is present.

The Expert conclusion of the expert of the Audit Committee of the Board of Directors of Rosseti Centre, PJSC was taken into account at drawing up of the minutes.

Date of the minutes: 24.03.2025.

The meeting of the Audit Committee was audiotaped (hereinafter – the Committee), which is stored in the materials to the meeting of the Committee.

The meeting of the Committee was opened by Chairperson of the Committee, Sergey Sergeevich Pikin.

Rosseti Centre, PJSC was represented at the meeting by:

G.V. Bekasov - Head of the Internal Audit Department

Y.D. Naumova - Head of the Corporate Governance Department

A.A. Naumov - Head of the Office of Claims and Litigation Work

L.I. Nechushkina - Deputy Head of the Internal Audit Department

I.S. Ogurtsova - Head of the General Audit Section

E.I. Chitaya - Head of the Operational Audit Section

N.V. Panferov - Head of the Section of Quality Management, Organization of Internal Control and Risk Management

After the announcement of a quorum regarding the agenda items, the meeting of the Committee was called to order.

AGENDA:

1. On consideration of the information of the Company's management on the implementation of the corrective action plans to eliminate deficiencies identified by the Audit Commission of the Company, the internal audit of the Company, external control (supervision) bodies, on the implementation of measures taken on facts of informing about potential cases of unfair actions of employees, as well as results of investigations following the results of 2024.

2. On preliminary consideration of the internal audit report on the implementation of the Work Plan and the results of internal audit activities, including the results of self-assessment of the quality of internal audit activities following the results of 2024, the implementation of

the Action Plan for development and improvement of the Company's internal audit activities and the Action Plan for professional development of internal auditors.

Item 1. On consideration of the information of the Company's management on the implementation of the corrective action plans to eliminate deficiencies identified by the Audit Commission of the Company, the internal audit of the Company, external control (supervision) bodies, on the implementation of measures taken on facts of informing about potential cases of unfair actions of employees, as well as results of investigations following the results of 2024.

Speaker – N.V. Panferov.

Questions were received from S.S. Pikin, V.Y. Zarkhin and A.V. Morozov.

Answers and explanations were provided by N.V. Panferov and G.V. Bekasov.

Decision taken at the meeting:

1. To take into consideration the information of the Company's management on the implementation of the corrective action plans to eliminate deficiencies identified by the Audit Commission of the Company, the internal audit of the Company, external control (supervision) bodies, on the implementation of measures taken on facts of informing about potential cases of unfair actions of employees, as well as results of investigations following the results of 2024, in accordance with Appendix # 1 to this decision of the Audit Committee.
2. To recommend that the management develop measures aimed at preventing "typical" violations identified as a result of inspections by external control (supervision) bodies repeatedly and resulting in significant material damage to the Company and/or industrial injuries, and, if necessary, initiate the inclusion of an indicator reflecting the implementation of measures according to the instructions of external control (supervision) bodies in the bonus/de-bonus system.
3. The Chairman of the Audit Committee of the Board of Directors of Rosseti Centre, PJSC, in the event of a decision being made on the need to include the indicator specified in paragraph 2 of this decision in the bonus/de-bonus system, shall contact the Chairman of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC with a proposal to hold a joint meeting of the Committees to review the calculation procedure and threshold values of this indicator.

Voting results under the decision draft, announced at the meeting:

Sergey Sergeevich Pikin	- «FOR»
Vitaly Yuryevich Zarkhin	- «FOR»
Andrey Vladimirovich Morozov	- «FOR»

Total:

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

Decision is taken.

Item 2. On preliminary consideration of the internal audit report on the implementation of the Work Plan and the results of internal audit activities, including the results of self-assessment of the quality of internal audit activities following the results of 2024, the implementation of the Action Plan for development and improvement of the Company's internal audit activities and the Action Plan for professional development of internal auditors.

Speaker – G.V. Bekasov.

Questions were received from S.S. Pikin, A.V. Morozov.

Answers and explanations were provided by G.V. Bekasov and I.S. Ogurtsova.

Decision taken at the meeting:

1. To agree upon the report of the Internal Audit Department of Rosseti Centre, PJSC on the implementation of the work plan and the results of internal audit activities for 2024, including the results of self-assessment of the quality of internal audit activities following the results of 2024, the results of the implementation in 2024 of the Action Plan for development and improvement of the Company's internal audit activities for the period from 2020 to 2024 and the Action Plan for professional development of internal auditors in Rosseti Centre, PJSC, as well as the implementation of key performance indicators of the head of the internal audit division of Rosseti Centre, PJSC in 2024, in accordance with Appendix # 2 to this decision of the Audit Committee.

2. To recommend that the Board of Directors of Rosseti Centre, PJSC take the following decision:

«1. To approve the report of the Internal Audit Department of Rosseti Centre, PJSC on the implementation of the work plan and the results of internal audit activities for 2024, including the results of self-assessment of the quality of internal audit activities following the results of 2024, the results of the implementation in 2024 of the Action Plan for development and improvement of the Company's internal audit activities for the period from 2020 to 2024 and the Action Plan for professional development of internal auditors in Rosseti Centre, PJSC, as well as the implementation of key performance indicators of the head of the internal audit division of Rosseti Centre, PJSC in 2024, in accordance with the Appendix.

2. To approve the action plan for development and improvement of internal audit activities in Rosseti Centre, PJSC for the period of 2025 - 2029 in accordance with the Appendix».

Voting results under the decision draft, announced at the meeting:

Sergey Sergeevich Pikin	- «FOR»
Vitaly Yuryevich Zarkhin	- «FOR»
Andrey Vladimirovich Morozov	- «FOR»

Total:

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

Decision is taken.

The agenda of the meeting of the Audit Committee of the Board of Directors of Rosseti Centre, PJSC on 21.03.2025 was exhausted. The meeting of the Audit Committee of the Board of Directors of the Company was closed.

Appendices:

1. The information of the Company's management on the implementation of the corrective action plans to eliminate deficiencies identified by the Audit Commission of the Company, the internal audit of the Company, external control (supervision) bodies, on the implementation of measures taken on facts of informing about potential cases of unfair actions of employees, as well as results of investigations following the results of 2024 (Appendix #1).

2. The report of the Internal Audit Department of Rosseti Centre, PJSC on the implementation of the work plan and the results of internal audit activities for 2024, including the results of self-assessment of the quality of internal audit activities following the results of 2024, the results of the implementation in 2024 of the Action Plan for development and improvement of the Company's internal audit activities for the period from 2020 to 2024 and the Action Plan for professional development of internal auditors in Rosseti Centre, PJSC, as well as the implementation of key performance indicators of the head of the internal audit division of Rosseti Centre, PJSC in 2024 (Appendix #2).

Chairperson of the Audit Committee

S.S. Pikin

Secretary of the Audit Committee

S.V. Lapinskaya