

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

«03» December 2021

Moscow

No. 56/21

Form of the meeting: **absent voting.**Total number of members of the Board of Directors: **11 people.**Participants of the voting: **A.V. Golovtsov, Y.V. Goncharov, V.Y. Zarkhin, M.V. Korotkova, D.V. Krainskiy, A.I. Krupenina, A.V. Mayorov, I.V. Makovskiy, A.V. Molsky, E.V. Prokhorov, A.V. Shevchuk.**Members who did not provide questionnaires: **none.**The quorum is **present.**Date of the minutes: **03.12.2021.****AGENDA:****1. On amending the Regulation on material incentives of General Director of the Company.****Item 1. On amending the Regulation on material incentives of General Director of the Company.****Decision:**

To amend the Regulation on material incentives of General Director of the Company (hereinafter - the Regulation), approved by the decision of the Board of Directors of the Company on 15.07.2011 (Minutes of 18.07.2011 # 16/11) with amendments approved by the decisions of the Board of Directors of the Company on 18.12.2014 (Minutes of 19.12.2014 # 29/14), on 26.02.2015 (Minutes of 27.02.2015 # 03/15), on 29.05.2017 (Minutes of 31.05.2017 # 14/17), on 07.09.2017 (Minutes of 08.09.2017 # 22/17), on 30.09.2019 (Minutes of 30.09.2019 # 31/19) and on 30.11.2020 (Minutes # 58/20), in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

Voting results:

- | | | |
|------------|---------------------------------|---------------|
| 1. | Alexander Viktorovich Golovtsov | - «FOR» |
| 2. | Yury Vladimirovich Goncharov | - «FOR» |
| 3. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 4. | Maria Vyacheslavna Korotkova | - «FOR» |
| 5. | Daniil Vladimirovich Krainskiy | - «FOR» |
| 6. | Anastasiya Igorevna Krupenina | - «ABSTAINED» |
| 7. | Andrey Vladimirovich Mayorov | - «FOR» |
| 8. | Igor Vladimirovich Makovskiy | - «FOR» |
| 9. | Alexey Valeryevich Molsky | - «FOR» |
| 10. | Egor Vyacheslavovich Prokhorov | - «FOR» |
| 11. | Alexander Viktorovich Shevchuk | - «ABSTAINED» |

Total:

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

Decision is taken.

A dissenting opinion was received on this item from a member of the Board of Directors of the Company,

A.V. Shevchuk (Appendix #2)

Appendices:

1. The amendments to the Regulation on material incentives of General Director of the Company (Appendix # 1).
2. The dissenting opinion on the agenda item from the member of the Board of Directors of the Company, A.V. Shevchuk (Appendix # 2).

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

A.V. Mayorov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya