

**MINUTES**  
of meeting of the Personnel and Remuneration Committee  
of the Board of Directors of Rosseti Centre, PJSC  
(in the form of absent voting)

«08» September 2023

Moscow

No. 12/23

**Form of the meeting:** absent voting.**Total number of members of the Personnel and Remuneration Committee:** 3 persons.**Participants of the voting:** M.A. Dokuchaeva, V.Y. Zarkhin, V.V. Kharitonov.**Members who did not provide questionnaires:** none.**The quorum is present.****Date of the minutes:** 08.09.2023.**AGENDA:**

1. On approval of the budget of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC for the 2023-2024 corporate year.
2. On preliminary consideration of the organizational structure of the Executive Office of Rosseti Centre, PJSC as amended.
3. On preliminary consideration of the typified corporate structure of the executive office of a branch of Rosseti Centre, PJSC.

**Item 1. On approval of the budget of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC for the 2023-2024 corporate year.****Decision:**

To recommend that the Board of Directors of the Company approve the budget of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC for the 2023-2024 corporate year in accordance with Appendix # 1 to this decision of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC.

**Voting results:**

Maria Alexandrovna Dokuchaeva - «FOR»  
Vitaly Yuryevich Zarkhin - «FOR»  
Vladimir Vyacheslavovich Kharitonov - «FOR»

**Total:**

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

**Decision is taken.****Item 2. On preliminary consideration of the organizational structure of the Executive Office of Rosseti Centre, PJSC as amended.****Decision:**

To recommend that the Board of Directors of the Company take the following decision:  
«1. To approve the organizational structure of the Executive Office of Rosseti Centre, PJSC as amended in accordance with the Appendix and put it into force taking into account the requirements of the labour legislation of the Russian Federation.

2. From the date of entry into force of the organizational structure of the Executive Office of Rosseti Centre, PJSC to consider the organizational structure of the Executive Office of Rosseti Centre, PJSC, approved by the decision of the Board of Directors of Rosseti Centre, PJSC on 22.12.2021 (Minutes # 59/21), to have lost force».

**Voting results:**

Maria Alexandrovna Dokuchaeva - «FOR»

Vitaly Yuryevich Zarkhin - «FOR»

Vladimir Vyacheslavovich Kharitonov - «FOR»

**Total:**

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

**Decision is taken.**

**Item 3. On preliminary consideration of the typified corporate structure of the executive office of a branch of Rosseti Centre, PJSC.**

**Decision:**

1. To approve the typified corporate structure of the executive office of a branch of Rosseti Centre, PJSC in accordance with Appendix # 2 to this decision of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC.

2. To recommend that General Director of Rosseti Centre, PJSC approve the corporate structures of the executive offices of branches of Rosseti Centre, PJSC, developed in accordance with Appendix # 2 to this decision.

**Voting results:**

Maria Alexandrovna Dokuchaeva - «FOR»

Vitaly Yuryevich Zarkhin - «FOR»

Vladimir Vyacheslavovich Kharitonov - «FOR»

**Total:**

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

**Decision is taken.**

**Appendices:**

1. The budget of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC for the 2023-2024 corporate year (Appendix # 1).

2. The corporate structures of the executive offices of branches of Rosseti Centre, PJSC (Appendix # 2).

**Chairperson of the Personnel and  
Remuneration Committee**

**V.V. Kharitonov**

**Secretary of the Personnel and  
Remuneration Committee**

**S.V. Lapinskaya**