

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

02 June 2023

Moscow

No. 12/23

**Form of the meeting:** absent voting.

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

**Participants of the voting:** M.V. Korotkova, V.Y. Zarkhin, A.V. Morozov.

**Members who did not provide 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:** 02.06.2023.

**AGENDA:**

1. On preliminary consideration of a new edition of the Internal Audit Policy of Rosseti Centre, PJSC.
2. On preliminary consideration of the Risk Management and Internal Control Policy of Rosseti Centre, PJSC.

**Item 1. On preliminary consideration of a new edition of the Internal Audit Policy of Rosseti Centre, PJSC.**

**Decision:**

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

- «1. To approve the Internal Audit Policy of Rosseti Centre, PJSC in a new edition in accordance with the Appendix.
2. To consider invalid the Internal Audit Policy of Rosseti Centre, PJSC, approved by the decision of the Board of Directors of Rosseti Centre, PJSC dated 20.08.2021 (Minutes dated 23.08.2021 # 36/21) from the date of this decision».

**Voting results:**

**Maria Vyacheslavna Korotkova** - «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 Risk Management and Internal Control Policy of Rosseti Centre, PJSC.**

**Decision:**

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

«1. To approve the Risk Management and Internal Control Policy of Rosseti Centre, PJSC in accordance with the Appendix.

2. To consider invalid the following documents of the Company from the date of this decision:

2.1. the Company's Internal Control Policy, approved by the decision of the Board of Directors of the Company dated 29.02.2016 (Minutes dated 01.03.2016 # 04/16);

2.2. the Company's Risk Management Policy, approved by the decision of the Board of Directors of the Company dated 26.02.2021 (Minutes dated 26.02.2021 # 05/21);

2.3. the Plan for maintaining the efficiency and development of the internal control system and the risk management system of Rosseti Centre, PJSC, approved by the decision of the Board of Directors of the Company (Minutes dated 07.04.2021 # 11/21)».

**Voting results:**

<b>Maria Vyacheslavna Korotkova</b>	- «FOR»
<b>Vitaly Yuryevich Zarkhin</b>	- «FOR»
<b>Andrey Vladimirovich Morozov</b>	- «ABSTAINED»

**Total:**

«FOR»	- «2»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

**Decision is taken.**

**Chairperson of the Audit Committee**

**M.V. Korotkova**

**Secretary of the Audit Committee**

**S.V. Lapinskaya**