

MINUTES of the Board of Directors
of Public Joint stock company «Rosseti Centre»
(Rosseti Centre, PJSC)

«16» May 2025

Moscow

No. 18/25

Method of decision-making: absentee voting.**Deadline for accepting questionnaires:** «16» May 2025.**Total number of members of the Board of Directors:** 11 persons.**Persons who took part in the absentee voting:** M.S. Agafonov, E.V. Andreeva, M.A. Dokuchaeva, V.Y. Zarkhin, E.V. Lyapunov, A.V. Morozov, S.S. Pikin, A.A. Polinov, A.V. Shevchuk.**Persons who did not take part in the absentee voting:** Y.A. Leshchevskaya and I.V. Makovskiy.**Quorum:** present.**Date of drawing up the Minutes:** 16.05.2025.**Details of the person who signed the Minutes:** Lyapunov Evgeny Viktorovich - Chairman of the Board of Directors of Rosseti Centre, PJSC.**AGENDA:**

1. On recommendations to the General Meeting of Shareholders of the Company on the item «On approval of the Regulation on the General Meeting of Shareholders of Rosseti Centre, PJSC in a new edition».
2. On recommendations to the General Meeting of Shareholders of the Company on the item «On approval of the Regulation on the Board of Directors of Rosseti Centre, PJSC in a new edition».
3. On recommendations to the General Meeting of Shareholders of the Company on the item «On approval of the Regulation on the Audit Commission of Rosseti Centre, PJSC in a new edition».
4. On recommendations to the General Meeting of Shareholders of the Company on the item «On approval of the Regulation on the Management Board of Rosseti Centre, PJSC in a new edition».
5. On recommendations to the General Meeting of Shareholders of the Company on the item «On approval of the Regulation on the payment of remuneration and compensation to members of the Board of Directors of Rosseti Centre, PJSC in a new edition».
6. On recommendations to the General Meeting of Shareholders of the Company on the item «On approval of the Regulation on the payment of remuneration and compensation to members of the Audit Commission of Rosseti Centre, PJSC in a new edition».

AGENDA ITEMS NOT PUT TO VOTE: none.**AGENDA ITEMS PUT TO VOTE AND DECISIONS TAKEN ON THEM:**

Item 1. On recommendations to the General Meeting of Shareholders of the Company on the item «On approval of the Regulation on the General Meeting of Shareholders of Rosseti Centre, PJSC in a new edition.

THEY DECIDED:

To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC approve the Regulation on the General Meeting of Shareholders of Rosseti Centre, PJSC in a new edition in accordance with Appendix # 1.

RESULTS (SUMMARY) OF VOTING:

- | | |
|-----------------------------------|---------|
| 1. Maxim Sergeevich Agafonov | - «FOR» |
| 2. Elena Viktorovna Andreeva | - «FOR» |
| 3. Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. Andrey Vladimirovich Morozov | - «FOR» |
| 7. Sergey Sergeevich Pikin | - «FOR» |
| 8. Alexey Alexandrovich Polinov | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

DECISION IS TAKEN.

Item 2. On recommendations to the General Meeting of Shareholders of the Company on the item «On approval of the Regulation on the Board of Directors of Rosseti Centre, PJSC in a new edition.

THEY DECIDED:

To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC approve the Regulation on the Board of Directors of Rosseti Centre, PJSC in a new edition in accordance with Appendix # 2.

RESULTS (SUMMARY) OF VOTING:

- | | |
|-----------------------------------|---------|
| 1. Maxim Sergeevich Agafonov | - «FOR» |
| 2. Elena Viktorovna Andreeva | - «FOR» |
| 3. Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. Andrey Vladimirovich Morozov | - «FOR» |
| 7. Sergey Sergeevich Pikin | - «FOR» |
| 8. Alexey Alexandrovich Polinov | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

DECISION IS TAKEN.

Item 3. On recommendations to the General Meeting of Shareholders of the Company on the item «On approval of the Regulation on the Audit Commission of Rosseti Centre, PJSC in a new edition.

THEY DECIDED:

To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC approve the Regulation on the Audit Commission of Rosseti Centre, PJSC in a new edition in accordance with Appendix # 3.

RESULTS (SUMMARY) OF VOTING:

- | | | |
|----|--------------------------------|---------|
| 1. | Maxim Sergeevich Agafonov | - «FOR» |
| 2. | Elena Viktorovna Andreeva | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. | Andrey Vladimirovich Morozov | - «FOR» |
| 7. | Sergey Sergeevich Pikin | - «FOR» |
| 8. | Alexey Alexandrovich Polinov | - «FOR» |
| 9. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

DECISION IS TAKEN.

Item 4. On recommendations to the General Meeting of Shareholders of the Company on the item «On approval of the Regulation on the Management Board of Rosseti Centre, PJSC in a new edition.

THEY DECIDED:

To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC approve the Regulation on the Management Board of Rosseti Centre, PJSC in a new edition in accordance with Appendix # 4.

RESULTS (SUMMARY) OF VOTING:

- | | | |
|----|--------------------------------|---------|
| 1. | Maxim Sergeevich Agafonov | - «FOR» |
| 2. | Elena Viktorovna Andreeva | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. | Andrey Vladimirovich Morozov | - «FOR» |
| 7. | Sergey Sergeevich Pikin | - «FOR» |
| 8. | Alexey Alexandrovich Polinov | - «FOR» |
| 9. | Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

DECISION IS TAKEN.

Item 5. On recommendations to the General Meeting of Shareholders of the Company on the item «On approval of the Regulation on the payment of remuneration and compensation to members of the Board of Directors of Rosseti Centre, PJSC in a new edition.

THEY DECIDED:

To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC take the following decisions:

- «1. To approve the Regulation on the payment of remuneration and compensation to members of the Board of Directors of Rosseti Centre, PJSC in a new edition.
2. To establish that this Regulation on the payment of remuneration and compensation to members of the Board of Directors of Rosseti Centre, PJSC in a new edition is applicable to members of the Board of Directors of the Company elected at the current and subsequent

meetings of the General Meetings of Shareholders of the Company».

RESULTS (SUMMARY) OF VOTING:

- | | |
|-----------------------------------|---------|
| 1. Maxim Sergeevich Agafonov | - «FOR» |
| 2. Elena Viktorovna Andreeva | - «FOR» |
| 3. Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. Andrey Vladimirovich Morozov | - «FOR» |
| 7. Sergey Sergeevich Pikin | - «FOR» |
| 8. Alexey Alexandrovich Polinov | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

DECISION IS TAKEN.

Item 6. On recommendations to the General Meeting of Shareholders of the Company on the item «On approval of the Regulation on the payment of remuneration and compensation to members of the Audit Commission of Rosseti Centre, PJSC in a new edition».

THEY DECIDED:

To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC take the following decisions:

«1. To approve the Regulation on the payment of remuneration and compensation to members of the Audit Commission of Rosseti Centre, PJSC in a new edition.

2. To establish that this Regulation on the payment of remuneration and compensation to members of the Audit Commission of the Company in a new edition is applicable to members of the Audit Commission of the Company elected at the current and subsequent meetings of the General Meetings of Shareholders of the Company».

RESULTS (SUMMARY) OF VOTING:

- | | |
|-----------------------------------|---------|
| 1. Maxim Sergeevich Agafonov | - «FOR» |
| 2. Elena Viktorovna Andreeva | - «FOR» |
| 3. Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. Evgeny Viktorovich Lyapunov | - «FOR» |
| 6. Andrey Vladimirovich Morozov | - «FOR» |
| 7. Sergey Sergeevich Pikin | - «FOR» |
| 8. Alexey Alexandrovich Polinov | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

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

DECISION IS TAKEN.

Appendix:

1. The Regulation on the General Meeting of Shareholders of Rosseti Centre, PJSC in a new edition (Appendix #1).
2. The Regulation on the Board of Directors of Rosseti Centre, PJSC in a new edition (Appendix #2).
3. The Regulation on the Audit Commission of Rosseti Centre, PJSC in a new edition (Appendix #3).

4. The Regulation on the Management Board of Rosseti Centre, PJSC in a new edition (Appendix #4).
5. The Regulation on the payment of remuneration and compensation to members of the Board of Directors of Rosseti Centre, PJSC in a new edition (Appendix #5).
6. The Regulation on the payment of remuneration and compensation to members of the Audit Commission of Rosseti Centre, PJSC in a new edition (Appendix #6).
7. The dissenting opinion of the member of the Board of Directors of the Company, V.Y. Zarkhin, on agenda item # 5 (Appendix #7).

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

E.V. Lyapunov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya