

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

«30» December 2021

Moscow

No. 64/21

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: **30.12.2021.**

AGENDA:

1. On approval of the report on implementation of the key performance indicator (KPI) «Innovation Efficiency» of General Director of the Company for 2020.
2. On approval of the Business Plan of the Company for 2022 and the forecast for 2023-2026.

Item 1. On approval of the report on implementation of the key performance indicator (KPI) «Innovation Efficiency» of General Director of the Company for 2020.

Decision:

To approve the report on implementation of the key performance indicator (KPI) «Innovation Efficiency» of General Director of Rosseti Centre, PJSC for 2020 in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 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 | - «FOR» |

Total:

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

Decision is taken.

Item 2. On approval of the Business Plan of the Company for 2022 and the forecast for 2023-2026.

Decision on para.1:

1. To approve the Business Plan of Rosseti Centre, PJSC for 2022 in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

Voting results on para.1:

- | | |
|------------------------------------|---------|
| 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 | - «FOR» |
| 7. Andrey Vladimirovich Mayorov | - «FOR» |
| 8. Igor Vladimirovich Makovskiy | - «FOR» |
| 9. Alexey Valeryevich Molsky | - «FOR» |
| 10. Egor Vyacheslavovich Prokhorov | - «FOR» |
| 11. Alexander Viktorovich Shevchuk | - «FOR» |

Total:

«FOR»	- «11»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

Decision on para.1 is taken.

Decision on para.2:

2. To take into consideration the forecast indicators of the Business Plan of Rosseti Centre, PJSC for 2023-2026 in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

Voting results on para.2:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2. Yury Vladimirovich Goncharov | - «FOR» |
| 3. Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 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 | - «AGAINST» |

Total:

«FOR»	- «7»
«AGAINST»	- «1»
«ABSTAINED»	- «3»

Decision on para.2 is taken.

Decision on para.3:

3. To set a limit on debt on loans and borrowings of the Company in the amount of 46 120 million rubles from 01.01.2022 until the date of the decision on the issue of considering the report of General Director of the Company on the Company's credit policy at the end of 2021.

Voting results on para.3:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2. Yury Vladimirovich Goncharov | - «FOR» |
| 3. Vitaly Yuryevich Zarkhin | - «FOR» |
| 4. Maria Vyacheslavna Korotkova | - «FOR» |
| 5. Daniil Vladimirovich Krainskiy | - «FOR» |

- | | | |
|-----|--------------------------------|---------------|
| 6. | Anastasiya Igorevna Krupenina | - «FOR» |
| 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 on para.3 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 # 3).

Decision, taken on item # 2:

1. To approve the Business Plan of Rosseti Centre, PJSC for 2022 in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.
2. To take into consideration the forecast indicators of the Business Plan of Rosseti Centre, PJSC for 2023-2026 in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.
3. To set a limit on debt on loans and borrowings of the Company in the amount of 46 120 million rubles from 01.01.2022 until the date of the decision on the issue of considering the report of General Director of the Company on the Company's credit policy at the end of 2021.

Appendices:

1. The report on implementation of the key performance indicator (KPI) «Innovation Efficiency» of General Director of Rosseti Centre, PJSC for 2020 (Appendix # 1).
2. The Business Plan of Rosseti Centre, PJSC for 2022 (Appendix # 2).
3. The forecast indicators of the Business Plan of Rosseti Centre, PJSC for 2023-2026 (Appendix #2).
4. The dissenting opinion from the member of the Board of Directors of the Company, A.V. Shevchuk, on item # 2 of the agenda (Appendix #3).

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

A.V. Mayorov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya