

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

«07» June 2023

Moscow

No. 29/23

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

Total number of members of the Board of Directors: **11 people.**

Participants of the voting: **E.V. Andreeva, A.V. Golovtsov, Y.V. Goncharov, M.A. Dokuchaeva, V.Y. Zarkhin, M.V. Korotkova, E.V. Lyapunov, D.V. Krainskiy, I.V. Makovskiy, A.V. Morozov, A.A. Polinov.**

Members who did not provide questionnaires: **none.**

The quorum is **present.**

Date of the minutes: **09.06.2023.**

AGENDA:

1. On approval of an internal document of the Company in a new edition - the Internal Audit Policy of Rosseti Centre, PJSC.
2. On approval of the Risk Management and Internal Control Policy of Rosseti Centre, PJSC.
3. On approval of the Schedule of activities to reduce overdue accounts receivable of Rosseti Centre, PJSC for electricity transmission services and settlement of disputes established by 01.04.2023.
4. On approval of the Schedule of activities to reduce overdue accounts receivable of the Company for electricity supplied and settlement of disputes established by 01.04.2023.

Item 1. On approval of an internal document of the Company in a new edition - the Internal Audit Policy of Rosseti Centre, PJSC.

Decision:

1. To approve the Internal Audit Policy of Rosseti Centre, PJSC in a new edition in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.
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:

- | | |
|------------------------------------|---------------|
| 1. Elena Viktorovna Andreeva | - «FOR» |
| 2. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 3. Yury Vladimirovich Goncharov | - «FOR» |
| 4. Maria Alexandrovna Dokuchaeva | - «FOR» |
| 5. Vitaly Yuryevich Zarkhin | - «FOR» |
| 6. Maria Vyacheslavna Korotkova | - «FOR» |
| 7. Daniil Vladimirovich Krainskiy | - «FOR» |
| 8. Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. Igor Vladimirovich Makovskiy | - «FOR» |
| 10. Andrey Vladimirovich Morozov | - «FOR» |
| 11. Alexey Alexandrovich Polinov | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.

Item 2. On approval of the Risk Management and Internal Control Policy of Rosseti Centre, PJSC.

Decision:

1. To approve the Risk Management and Internal Control Policy of Rosseti Centre, PJSC in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

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:

- | | | |
|-----|---------------------------------|---------------|
| 1. | Elena Viktorovna Andreeva | - «FOR» |
| 2. | Alexander Viktorovich Golovtsov | - «FOR» |
| 3. | Yury Vladimirovich Goncharov | - «FOR» |
| 4. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 5. | Vitaly Yuryevich Zarkhin | - «FOR» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Daniil Vladimirovich Krainskiy | - «FOR» |
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «ABSTAINED» |
| 11. | Alexey Alexandrovich Polinov | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.

Item 3. On approval of the Schedule of activities to reduce overdue accounts receivable of Rosseti Centre, PJSC for electricity transmission services and settlement of disputes established by 01.04.2023.

Decision:

1. To approve the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.04.2023, in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

2. To take into consideration the report of General Director of the Company on execution of the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.01.2023,

approved by the decision of the Board of Directors of the Company on 27.03.2023 (Minutes # 17/23), in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

3. To take into consideration the report of General Director of the Company on the work performed by Rosseti Centre, PJSC in relation to newly created overdue accounts receivable for electricity transmission services in 1Q 2023 in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

4. To take into consideration the report of General Director of the Company on the repayment in 1Q 2023 of overdue accounts receivable, formed on 01.01.2023, in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

Voting results:

- | | | |
|-----|---------------------------------|---------------|
| 1. | Elena Viktorovna Andreeva | - «FOR» |
| 2. | Alexander Viktorovich Golovtsov | - «FOR» |
| 3. | Yury Vladimirovich Goncharov | - «FOR» |
| 4. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 5. | Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Daniil Vladimirovich Krainskiy | - «FOR» |
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «FOR» |
| 11. | Alexey Alexandrovich Polinov | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.

Item 4. On approval of the Schedule of activities to reduce overdue accounts receivable of the Company for electricity supplied and settlement of disputes established by 01.04.2023.

Decision:

1. To approve the Schedule of activities to reduce overdue accounts receivable of Rosseti Centre, PJSC for electricity supplied and settlement of disputes established by 01.04.2023, in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

2. To take into consideration the report of General Director of the Company on execution of the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.01.2023, approved by the decision of the Board of Directors of the Company on 27.03.2023 (Minutes # 17/23), in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.

Voting results:

- | | | |
|----|---------------------------------|---------------|
| 1. | Elena Viktorovna Andreeva | - «FOR» |
| 2. | Alexander Viktorovich Golovtsov | - «FOR» |
| 3. | Yury Vladimirovich Goncharov | - «FOR» |
| 4. | Maria Alexandrovna Dokuchaeva | - «FOR» |
| 5. | Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 6. | Maria Vyacheslavna Korotkova | - «FOR» |
| 7. | Daniil Vladimirovich Krainskiy | - «FOR» |

- | | | |
|-----|------------------------------|---------|
| 8. | Evgeny Viktorovich Lyapunov | - «FOR» |
| 9. | Igor Vladimirovich Makovskiy | - «FOR» |
| 10. | Andrey Vladimirovich Morozov | - «FOR» |
| 11. | Alexey Alexandrovich Polinov | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.

Appendices:

1. The Internal Audit Policy of Rosseti Centre, PJSC in a new edition (Appendix # 1).
2. The Risk Management and Internal Control Policy of Rosseti Centre, PJSC (Appendix # 2).
3. The Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.04.2023 (Appendix # 3).
4. The report of General Director of the Company on execution of the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity transmission services and settlement of disputes established by 01.01.2023, approved by the decision of the Board of Directors of the Company on 27.03.2023 (Minutes # 17/23) (Appendix # 4).
5. The report of General Director of the Company on the work performed by Rosseti Centre, PJSC in relation to newly created overdue accounts receivable for electricity transmission services in 1Q 2023 (Appendix # 5).
6. The report of General Director of the Company on the repayment in 1Q 2023 of overdue accounts receivable, formed on 01.01.2023 (Appendix # 6).
7. The Schedule of activities to reduce overdue accounts receivable of Rosseti Centre, PJSC for electricity supplied and settlement of disputes established by 01.04.2023 (Appendix # 7).
8. The report of General Director of the Company on execution of the Schedule of activities of Rosseti Centre, PJSC to reduce overdue accounts receivable for electricity supplied and settlement of disputes established by 01.01.2023, approved by the decision of the Board of Directors of the Company on 27.03.2023 (Minutes # 17/23) (Appendix # 8).

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

E.V. Lyapunov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya