

Statement of material fact
«Holding a meeting of the issuer's board of directors (supervisory board) and its agenda, as well as on individual decisions adopted by the issuer's board of directors (supervisory board)»

1. General information	
1.1. Full company name (for a commercial organization) or name (for a non-commercial organization) of the issuer	Public Joint stock company «Rosseti Centre»
1.2. Issuer's address indicated in the unified state register of legal entities	Malaya Ordynka st., 15, Moscow, 119017
1.3. Primary state registration number (PSRN) of the issuer (if any)	1046900099498
1.4. Taxpayer identification number (TIN) of the issuer (if any)	6901067107
1.5. Unique issuer's code assigned by the Bank of Russia	10214-A
1.6. Web page address used by the issuer for information disclosure	http://www.e-disclosure.ru/portal/company.aspx?id=7985 ; https://www.mrsk-1.ru/information/
1.7. Date of occurrence of an event (material fact) about which a message has been compiled	06.05.2025
2. Contents of the statement «on some decisions taken by the Board of Directors (Supervisory Board) of the Issuer»	
<p>2.1. The quorum of the meeting of the Board of Directors: Questionnaires were presented by 9 members out of 11 elected ones of the Board of Directors. In accordance with paragraph 18.13 of Article 18 of the Articles of Association of Rosseti Centre, PJSC, the quorum for holding a meeting of the Board of Directors is at least half of the number of elected members of the Board of Directors of Rosseti Centre, PJSC. There is a quorum.</p> <p>2.2. The content of the decisions taken by the Board of Directors of the issuer, and voting results on the decisions taken:</p> <p>Item 1. On holding the annual meeting of the General Meeting of Shareholders of the Company. They decided: 1. To hold an annual meeting of the General Meeting of Shareholders of the Company. 2. To determine that voting at the annual meeting of the General Meeting of Shareholders of the Company is combined with absentee voting. 3. To determine that the annual meeting of the General Meeting of Shareholders of the Company shall be held without the possibility of remote participation.</p> <p>Results (summary) of voting: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.</p> <p>Decision is taken.</p> <p>Item 2. On determining the date, time and place of the annual meeting of the General Meeting of Shareholders of the Company, as well as the start time for registering persons participating in the annual meeting of the General Meeting of Shareholders of the Company. They decided: 1. To determine the date of the annual meeting of the General Meeting of Shareholders of the Company – 11 June 2025. 2. To determine the location for holding the annual meeting of the General Meeting of Shareholders of the Company: Moscow, Mezhdunarodnoye Shosse, 28 B, building 5 (Hotel “Sheraton Skypoint Luxe”, Grand Ballroom). 3. To determine the time for holding the annual meeting of the General Meeting of Shareholders of the Company – 10:00 am local time. 4. To determine the start time for registration of persons participating in the annual meeting of the General Meeting of Shareholders of the Company - 9:00 a.m. local time.</p> <p>Results (summary) of voting: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.</p> <p>Decision is taken.</p> <p>Item 3. On establishing the date on which persons entitled to vote in making decisions by the General Meeting of Shareholders of the Company at the annual meeting of the General Meeting of Shareholders of the Company are determined (recorded). They decided: To set the date on which persons entitled to vote in making decisions by the General Meeting of Shareholders of the Company at the annual meeting of the General Meeting of Shareholders of the Company are determined (recorded) – 17 May 2025.</p> <p>Results (summary) of voting: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.</p> <p>Decision is taken.</p> <p>Item 4. On determining the type (types) of preference shares, the holders of which have the right to vote in making decisions by the General Meeting of Shareholders of the Company on the agenda items of the annual meeting of the</p>	

General Meeting of Shareholders of the Company.**They decided:**

Due to the fact that the Company has not issued preference shares, decisions on determining the type(s) of preference shares, the owners of which have the right to vote when decisions are made by the General Meeting of Shareholders of the Company on issues on the agenda of the annual meeting of the General Meeting of Shareholders of the Company, shall not be adopted.

Results (summary) of voting:

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

Decision is taken.**Item 5. On approval of the agenda of the annual meeting of the General Meeting of Shareholders of the Company.****They decided:**

To approve the following agenda for the annual meeting of the General Meeting of Shareholders of the Company:

1. On approval of the annual report of the Company for 2024.
2. On approval of the annual financial statements of the Company for 2024.
3. On distribution of profits (including the payment (declaration) of dividends) and losses of the Company based on the results of 2024.
4. On election of members of the Board of Directors of the Company.
5. On election of members of the Audit Commission of the Company.
6. On appointment of the audit organization of the Company.
7. On approval of the Articles of Association of Rosseti Centre, PJSC in a new edition.
8. On approval of the Regulation on the General Meeting of Shareholders of Rosseti Centre, PJSC in a new edition.
9. On approval of the Regulation on the Board of Directors of Rosseti Centre, PJSC in a new edition.
10. On approval of the Regulation on the Audit Commission of Rosseti Centre, PJSC in a new edition.
11. On approval of the Regulation on the Management Board of Rosseti Centre, PJSC in a new edition.
12. 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.
13. 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.

Results (summary) of voting:

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

Decision is taken.**Item 6. On determining the list of information (materials) provided to persons entitled to vote in making decisions by the General Meeting of Shareholders of the Company, in preparation for holding the annual meeting of the General Meeting of Shareholders of the Company, and the procedure for providing it.****They decided:**

1. To determine that the information (materials) provided to persons entitled to vote when making decisions by the General Meeting of Shareholders of the Company, in preparation for holding the annual meeting of the General Meeting of Shareholders of the Company (hereinafter referred to as the Meeting), is:

- the annual report of the Company for 2024;
- the annual financial statements of the Company for 2024 and the auditor's report;
- the report on related party transactions concluded by Rosseti Centre, PJSC in 2024;
- the conclusion of the Audit Commission of the Company based on the results of the audit of the annual report, annual financial statements of the Company, including confirming the accuracy of the data contained in the report on related party transactions concluded by Rosseti Centre, PJSC in 2024;
- the conclusion of the Audit Committee of the Board of Directors of the Company on the assessment of the quality of the audit, the auditor's reports and the effectiveness of the process of conducting an external audit of the financial statements of Rosseti Centre, PJSC;
- the conclusion of the internal auditor of Rosseti Centre, PJSC based on the results of the assessment of the reliability and effectiveness of the risk management and internal control system, and the effectiveness of the Company's corporate governance;
- an extract from the minutes of the meeting or absentee voting for the adoption of decisions by the Board of Directors of the Company (hereinafter referred to as the minutes of the Board of Directors of the Company) on the issue of preliminary approval of the annual report of the Company for 2024 and recommendations to the annual meeting of the General Meeting of Shareholders of the Company on its approval;
- an extract from the minutes of the Board of Directors of the Company on the issue of submitting for approval to the annual meeting of the General Meeting of Shareholders of the Company the annual financial statements of the Company for 2024;
- the justification for the proposed distribution of net profit;
- recommendations of the Board of Directors of the Company on the distribution of profits (losses) of the Company based on the results of 2024, including on the amount of dividends on the Company's shares and the procedure for their payment and in terms of determining the record date on which persons entitled to receive dividends are determined;
- information on the total amount of unclaimed dividends of the Company, determined according to its financial statements on the last reporting date prior to the decision to hold the Meeting;
- information about candidates for the Board of Directors of the Company, the Audit Commission of the Company, including information about who nominated each candidate, as well as information about the presence or absence of written consent of the said candidates for nomination and election;

- the conclusion of the Personnel and Remuneration Committee of the Board of Directors of the Company on the assessment of candidates for the Board of Directors of the Company, including a competence matrix;
- information about the candidate for the audit organization of the Company, including information about the self-regulatory organization of auditors of which the candidate for the audit organization of the Company is a member, information about the procedures used in the selection of the audit organization that ensure its independence and objectivity, information about the proposed remuneration of the audit organization for audit and non-audit services, as well as information about other material terms of the agreement concluded with the audit organization of the Company;
- the conclusion of the Audit Committee of the Board of Directors of the Company on the assessment of the candidate for the audit organization of the Company;
- the Articles of Association of the Company in the current edition, the draft Articles of Association of the Company in a new edition, as well as a comparative table of the changes introduced with their justification;
- the Regulation on the General Meeting of Shareholders of the Company in the current edition, the draft Regulation on the General Meeting of Shareholders of the Company in a new edition, as well as a comparative table of the changes introduced with their justification;
- the Regulation on the Board of Directors of the Company in the current edition, the draft Regulation on the Board of Directors of the Company in a new edition, as well as a comparative table of the changes introduced with their justification;
- the Regulation on the Management Board of the Company in the current edition, the draft Regulation on the Management Board of the Company in a new edition, as well as a comparative table of the changes introduced with their justification;
- the Regulation on the Audit Commission of the Company in the current edition, the draft Regulation on the Audit Commission of the Company in a new edition, as well as a comparative table of the changes introduced with their justification;
- the Regulation on the payment of remuneration and compensation to members of the Board of Directors of the Company in the current edition, the draft Regulation on the payment of remuneration and compensation to members of the Board of Directors of the Company in a new edition, as well as a comparative table of the changes introduced with their justification;
- the Regulation on the payment of remuneration and compensation to members of the Audit Commission of the Company in the current edition, the draft Regulation on the payment of remuneration and compensation to members of the Audit Commission of the Company in a new edition, as well as a comparative table of the changes introduced with their justification;
- information on shareholders' agreements concluded during the year prior to the date of the Meeting;
- information about who proposed each issue for the agenda of the Meeting;
- information on the total number of shareholders in respect of whom the sending of notices of a meeting or absentee voting and/or voting ballots, the payment of dividends, and the share of shares owned by them in the authorized capital of the Company and in the total number of voting shares of the Company have been suspended;
- the position of the Board of Directors of the Company regarding the agenda of the annual General Meeting of Shareholders of the Company, as well as the dissenting opinions of the members of the Board of Directors of the Company on each issue of the agenda;
- draft decisions and explanatory notes on the issues of the Meeting;
- information on travel to the venue of the Meeting;
- an approximate form of the power of attorney that a shareholder can issue to his representative and the procedure for its certification.

2. To establish that persons entitled to vote when making decisions by the General Meeting of Shareholders of the Company at the Meeting may become familiar with the specified information (materials) in the period from 21 May 2025 to 10 June 2025 from 10:00 a.m. to 5:00 p.m. local time, excluding weekends and holidays at the following addresses:

- Russia, Moscow, Malaya Ordynka st., 15, Rosseti Centre, PJSC,

- Russia, Moscow, Pravdy st., 23, JSC VTB Registrar.

The information (materials) specified in paragraph 1 of this decision shall also be posted on the Company's website on the Internet at the address: <http://www.mrsk-1.ru>.

The information (materials) specified in paragraph 1 of this decision will also be available to persons participating in the Meeting during its conduct.

If the person registered in the register of shareholders of the Company is a nominal holder of shares, the specified information (materials) shall be provided in accordance with the rules of the legislation of the Russian Federation on securities for the provision of information (materials) to persons exercising rights under securities.

3. During the preparation period for the Meeting, to ensure:

- maintaining a telephone channel for communication with shareholders: 8 (495) 747-92-92 (30-37),

- special email address: ir@mrsk-1.ru;

- work of the forum on the agenda issues on the Company's website on the Internet at the address: <https://www.mrsk-1.ru/about/management/controls/forum/>

Results (summary) of voting:

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

Decision is taken.

Item 7. On determining the procedure for notifying the Company's shareholders of the annual meeting of the General Meeting of Shareholders of the Company, including approval of the form and text of the message.

They decided:

1. To approve the form and text of the notice of holding the annual meeting of the General Meeting of Shareholders of the Company in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

2. To notify persons entitled to vote in making decisions by the General Meeting of Shareholders of the Company and registered in the register of shareholders of the Company about the holding of the annual meeting of the General Meeting of

Shareholders of the Company by posting a message on the Company's website on the Internet at the address: www.mrsk-1.ru no later than 11 May 2025.

If the person registered in the register of shareholders of the Company is a nominal holder of shares, the notice of the annual meeting of the General Meeting of Shareholders of the Company is provided in accordance with the rules of the legislation of the Russian Federation on securities for the provision of information (materials) to persons exercising rights under securities.

Results (summary) of voting:

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

Decision is taken.

Item 8. On recommendations to the General Meeting of Shareholders of the Company on the distribution of profits (losses), including the amount of dividends on shares and the procedure for their payment, based on the results of 2024.

They decided:

1. Tentatively to approve and recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC approve the following distribution of profits (losses) of Rosseti Centre, PJSC received based on the results of 2024:

Name of the indicator:	Amount (thousand RUB)
Retained earnings (uncovered loss) for the reporting period:	7 799 792
To be distributed to: Reserve Fund	0
Dividends	2 855 537
Repayment of losses from previous years	0
Profit for development	4 944 255

2. To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC take the following decision:

«1. To pay dividends on ordinary shares of Rosseti Centre, PJSC based on the results of 2024 in the amount of RUB 0.067638 per ordinary share of Rosseti Centre, PJSC in cash.

The dividend payment period to a nominal holder and a beneficial owner being a professional securities market participant is no more than 10 working days, to other registered shareholders - 25 working days from the record date of the list of persons entitled to receive dividends.

2. To define the record date of the list of persons entitled to receive dividends on the ordinary shares of Rosseti Centre, PJSC following the results of 2024 as «25» June 2025».

Results (summary) of voting:

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

Decision is taken.

Item 9. On approval of the form and text of ballots for voting at the annual meeting of the General Meeting of Shareholders, as well as the wording of decisions on the agenda items of the annual meeting of the General Meeting of Shareholders, which must be sent in electronic form (in the form of electronic documents) to nominal holders of shares registered in the register of shareholders of the Company.

They decided:

To approve the form and texts of voting ballots, as well as the wording of decisions on the agenda items of the annual meeting of the General Meeting of Shareholders of the Company, which are sent in electronic form to the nominee holders of shares registered in the register of shareholders of Rosseti Centre, PJSC, in accordance with Appendices ## 2-5 to this decision of the Board of Directors of the Company.

Results (summary) of voting:

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

Decision is taken.

Item 10. On determining the deadline and procedure for sending voting ballots to persons entitled to vote when making decisions by the General Meeting of Shareholders of the Company, the address to which completed voting ballots can be sent, the end date for accepting completed voting ballots, methods for signing them, as well as the possibility of filling out and sending voting ballots in electronic form using electronic or other technical means.

They decided:

1. To determine that ballots for voting on the agenda items of the annual meeting of the General Meeting of Shareholders of the Company must be sent by simple mail (delivered against signature) to persons entitled to vote when making decisions by the General Meeting of Shareholders of the Company at the annual meeting of the General Meeting of Shareholders of the Company no later than 21 May 2025.

2. To determine that completed ballot papers may be sent to one of the following addresses:

- 119017, Russia, Moscow, Malaya Ordynka st., 15, Rosseti Centre, PJSC,

- 127137, Russia, Moscow, P.O. Box 54, JSC VTB Registrar;

- <https://www.vtbreg.ru> - to fill out the electronic form of ballots.

Voting ballots must be signed by the person entitled to vote when decisions are made by the General Meeting of Shareholders, or by his representative, with his own handwritten signature.

In addition, the owner of securities, the rights to which are recorded by a nominee holder, has the right to participate in the annual meeting of the General Meeting of Shareholders in person or by giving instructions to the nominee holder to vote in a certain way, if this is provided for by the agreement concluded with the nominee holder. An electronic document on voting, signed with an electronic signature, must be sent by the owner of the securities to the nominee holder.

3. To determine the following website address on the Internet for filling out the electronic form of ballots - <https://www.vtbreg.ru>

4. Due to the fact that voting at the annual meeting of the General Meeting of Shareholders of the Company is combined with absentee voting, to set 8 June 2025 as the closing date for accepting ballots for absentee voting.

To determine that the shareholders of the Company who have registered to participate in the annual meeting of the General Meeting of Shareholders will be considered to have taken part in it, including on the website on the Internet at the address: <https://www.vtbreg.ru>, and the shareholders of the Company whose completed voting ballots (in paper form) have been received or whose electronic form of ballots has been completed and sent using the specified website on the Internet no later than 8 June 2025, as well as the shareholders of the Company who, in accordance with the rules of the legislation of the Russian Federation on securities, have given the persons recording their rights to shares instructions on voting, if the messages on their expression of will have been received no later than 8 June 2025».

Results (summary) of voting:

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

Decision is taken.

Item 11. On electing the Secretary of the General Meeting of Shareholders of the Company.

They decided:

To elect Yulia Stanislavovna Guseva as the Secretary of the General Meeting of Shareholders of the Company.

Results (summary) of voting:

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

Decision is taken.

Item 12. On approval of the cost estimate associated with the preparation and holding of the annual meeting of the General Meeting of Shareholders of the Company.

They decided:

1. To approve the cost estimate associated with the preparation and holding of the annual meeting of the General Meeting of Shareholders of the Company in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.
2. General Director of the Company, no later than two months after the annual meeting of the General Meeting of Shareholders of the Company, shall submit to the Board of Directors a report on the expenditure of funds for the preparation and holding of the annual meeting of the General Meeting of Shareholders of the Company in the form in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

Results (summary) of voting:

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

Decision is taken.

Item 13. On preliminary approval of the annual report of the Company for 2024.

They decided:

Tentatively to approve the annual report of the Company for 2024 and recommend that the General Meeting of Shareholders of the Company approve the annual report at the annual meeting in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.

Results (summary) of voting:

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

Decision is taken.

Item 14. On approval of the report on related party transactions concluded by the Company in 2024.

They decided:

To approve the report on related party transactions concluded by Rosseti Centre, PJSC in 2024 in accordance with Appendix # 9 to this decision of the Board of Directors of the Company.

Results (summary) of voting:

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

Decision is taken.

Item 15. On preliminary approval of the annual financial statements of Rosseti Centre, PJSC for 2024.

They decided:

1. Tentatively to approve the annual financial statements of Rosseti Centre, PJSC for 2024 in accordance with Appendix # 10 to this decision of the Board of Directors of the Company.
2. To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC approve the annual financial statements of Rosseti Centre, PJSC for 2024.

Results (summary) of voting:

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

Decision is taken.

Item 16. On recommendations to the General Meeting of Shareholders of Rosseti Centre, PJSC regarding the candidacy of the audit organization of Rosseti Centre, PJSC.

They decided:

To recommend that the General Meeting of Shareholders of Rosseti Centre, PJSC appoint the collective participant consisting of TSATR - Audit Services LLC (the leader of the collective participant) (TIN 7709383532) and Intercom-Audit LLC (the

member of the collective participant) (TIN 7729744770) as the audit organization of Rosseti Centre, PJSC.

Results (summary) of voting:

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

Decision is taken.

Item 17. On determining the amount of payment for the services of the audit organization for the audit of financial statements for 2025.

They decided:

To determine the payment for the services of the Company's audit organization for the provision of services for the audit of financial statements for 2024 prepared in accordance with RAS, and the audit of consolidated financial statements for 2024 prepared in accordance with IFRS, in the amount of 8 091 459 (Eight million ninety-one thousand four hundred fifty-nine) rubles 32 kopecks with VAT, subject to appointment by the General Meeting of Shareholders of Rosseti Centre, PJSC at the annual meeting of the association of auditors (the collective participant) consisting of the leader of the collective participant - TSATR - Audit Services LLC and the member of the collective participant - Intercom-Audit LLC as the audit organization of the Company.

Results (summary) of voting:

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

Decision is taken.

2.3. Date of the meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **05.05.2025.**

2.4. Date of drawing up and number of minutes of the meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **Minutes # 16/25 of 06.05.2025.**

2.5. If the issuer's board of directors makes decisions related to the exercise of rights under the issuer's securities, the statement of material fact on individual decisions made by the issuer's board of directors in relation to such securities must additionally indicate the identification features of the securities: **ordinary shares, state registration number of the issue 1-01-10214-A dated 24.03.2005, international securities identification code (number) (ISIN): RU000A0JPPL8, international classification of financial instruments code (CFI): ESVXFR.**

3. Signature

3.1. Head of the Corporate Governance

Department, under power of attorney

D-CA/240 of 26.12.2024

(signature)

Y.D. Naumova

3.2. Date «06» May 2025.