

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

«22» January 2025

Moscow

No. 01/25

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

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

Participants of the voting: **M.S. Agafonov, E.V. Andreeva, M.A. Dokuchaeva, V.Y. Zarkhin, Y.A. Leshchevskaya, E.V. Lyapunov, A.V. Morozov, S.S. Pikin, A.A. Polinov, A.V. Shevchuk.**

Members who did not provide questionnaires: **I.V. Makovskiy.**

The quorum **is present.**

Date of the minutes: **22.01.2025.**

**AGENDA:**

1. On consideration of results of the external independent assessment of quality of internal audit activities of Rosseti Centre, PJSC.
2. On determination of the position of Rosseti Centre, PJSC regarding the agenda item of a meeting of the Board of Directors of JSC “Sanatorium “Energetik”: «On approval of reports on implementation of key performance indicators (KPIs) of General Director of JSC “Sanatorium “Energetik” for quarters 1-2 of 2024».
3. On preliminary approval of the Collective Bargaining Agreement between employees and the employer of Rosseti Centre, PJSC for 2025-2027.
4. On approval of the Plan for development of the Production Asset Management System and the resource plan of Rosseti Centre, PJSC for 2024-2026.

**Item 1. On consideration of results of the external independent assessment of quality of internal audit activities of Rosseti Centre, PJSC.**

**Decision:**

To take note of the report of B1-Consult LLC on the results of the external independent assessment of the internal audit of Rosseti Centre, PJSC dated 13.12.2024 and the conclusion on the compliance of the internal audit activities with the requirements of the Global Internal Audit Standards (the Standards) and the Code of Ethics of the Institute of Internal Auditors (the Code of Ethics), according to which the activities of the Internal Audit Department of Rosseti Centre, PJSC generally comply with the Standards and the Code of Ethics, in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

**Voting results:**

- |                                     |         |
|-------------------------------------|---------|
| 1. Maxim Sergeevich Agafonov        | - «FOR» |
| 2. Elena Viktorovna Andreeva        | - «FOR» |
| 3. Maria Alexandrovna Dokuchaeva    | - «FOR» |
| 4. Vitaly Yuryevich Zarkhin         | - «FOR» |
| 5. Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 6. Evgeny Viktorovich Lyapunov      | - «FOR» |
| 7. Andrey Vladimirovich Morozov     | - «FOR» |

- |     |                                |         |
|-----|--------------------------------|---------|
| 8.  | Sergey Sergeevich Pikin        | - «FOR» |
| 9.  | Alexey Alexandrovich Polinov   | - «FOR» |
| 10. | Alexander Viktorovich Shevchuk | - «FOR» |

**Total:**

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

**Decision is taken.**

**Item 2. On determination of the position of Rosseti Centre, PJSC regarding the agenda item of a meeting of the Board of Directors of JSC “Sanatorium “Energetik”: «On approval of reports on implementation of key performance indicators (KPIs) of General Director of JSC “Sanatorium “Energetik” for quarters 1-2 of 2024».**

**Decision:**

To instruct representatives of Rosseti Centre, PJSC on the issue of the agenda of the meeting of the Board of Directors of JSC “Sanatorium “Energetik”: «On approval of reports on implementation of key performance indicators (KPIs) of General Director of JSC “Sanatorium “Energetik” for quarters 1-2 of 2024» to vote «FOR» taking the following decision:

*«To approve the reports on implementation of key performance indicators (KPIs) of General Director of JSC “Sanatorium “Energetik” for quarters 1-2 of 2024 in accordance with the Appendices».*

**Voting results:**

- |     |                                  |         |
|-----|----------------------------------|---------|
| 1.  | Maxim Sergeevich Agafonov        | - «FOR» |
| 2.  | Elena Viktorovna Andreeva        | - «FOR» |
| 3.  | Maria Alexandrovna Dokuchaeva    | - «FOR» |
| 4.  | Vitaly Yuryevich Zarkhin         | - «FOR» |
| 5.  | Yulia Alexandrovna Leshchevskaya | - «FOR» |
| 6.  | Evgeny Viktorovich Lyapunov      | - «FOR» |
| 7.  | Andrey Vladimirovich Morozov     | - «FOR» |
| 8.  | Sergey Sergeevich Pikin          | - «FOR» |
| 9.  | Alexey Alexandrovich Polinov     | - «FOR» |
| 10. | Alexander Viktorovich Shevchuk   | - «FOR» |

**Total:**

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

**Decision is taken.**

**Item 3. On preliminary approval of the Collective Bargaining Agreement between employees and the employer of Rosseti Centre, PJSC for 2025-2027.**

**Decision:**

Tentatively to approve the Collective Bargaining Agreement between employees and the employer of Rosseti Centre, PJSC for 2025-2027 in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

**Voting results:**

- |    |                               |         |
|----|-------------------------------|---------|
| 1. | Maxim Sergeevich Agafonov     | - «FOR» |
| 2. | Elena Viktorovna Andreeva     | - «FOR» |
| 3. | Maria Alexandrovna Dokuchaeva | - «FOR» |

- |     |                                  |               |
|-----|----------------------------------|---------------|
| 4.  | Vitaly Yuryevich Zarkhin         | - «ABSTAINED» |
| 5.  | Yulia Alexandrovna Leshchevskaya | - «FOR»       |
| 6.  | Evgeny Viktorovich Lyapunov      | - «FOR»       |
| 7.  | Andrey Vladimirovich Morozov     | - «ABSTAINED» |
| 8.  | Sergey Sergeevich Pikin          | - «FOR»       |
| 9.  | Alexey Alexandrovich Polinov     | - «FOR»       |
| 10. | Alexander Viktorovich Shevchuk   | - «FOR»       |

**Total:**

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

**Decision is taken.**

**Item 4. On approval of the Plan for development of the Production Asset Management System and the resource plan of Rosseti Centre, PJSC for 2024-2026.**

**Decision:**

1. To approve the Plan for development of the Production Asset Management System and the resource plan of Rosseti Centre, PJSC for 2024-2026 in accordance with Appendices ## 3-4 to this decision of the Board of Directors of the Company.
2. To recognize as invalid the individual Plan for development of the Production Asset Management System and the resource plan of Rosseti Centre, PJSC for 2022-2024, approved by the decision of the Board of Directors of the Company dated 28.12.2023 (Minutes # 58/23).
3. To instruct General Director of the Company:
  - 3.1. to ensure the implementation of the activities envisaged by the updated individual Plan for development of the Production Asset Management System of Rosseti Centre, PJSC for 2024-2026 and the resource plan for its provision.
  - 3.2. to ensure the submission to the Board of Directors of the Company of a report on implementation of the updated Plan for development of the Production Asset Management System of Rosseti Centre, PJSC for 2024-2026 and the resource plan for its provision annually in the 1st quarter of the year following the reporting one.

**Voting results:**

- |     |                                  |               |
|-----|----------------------------------|---------------|
| 1.  | Maxim Sergeevich Agafonov        | - «FOR»       |
| 2.  | Elena Viktorovna Andreeva        | - «FOR»       |
| 3.  | Maria Alexandrovna Dokuchaeva    | - «FOR»       |
| 4.  | Vitaly Yuryevich Zarkhin         | - «ABSTAINED» |
| 5.  | Yulia Alexandrovna Leshchevskaya | - «FOR»       |
| 6.  | Evgeny Viktorovich Lyapunov      | - «FOR»       |
| 7.  | Andrey Vladimirovich Morozov     | - «ABSTAINED» |
| 8.  | Sergey Sergeevich Pikin          | - «FOR»       |
| 9.  | Alexey Alexandrovich Polinov     | - «FOR»       |
| 10. | Alexander Viktorovich Shevchuk   | - «FOR»       |

**Total:**

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

**Decision is taken.**

**Appendices:**

1. The report of B1-Consult LLC on the results of the external independent assessment of the internal audit of Rosseti Centre, PJSC dated 13.12.2024 and the conclusion on the compliance of the internal audit activities

with the requirements of the Global Internal Audit Standards (the Standards) and the Code of Ethics of the Institute of Internal Auditors (the Code of Ethics) (Appendix # 1).

2. The Collective Bargaining Agreement of Rosseti Centre, PJSC for 2025-2027 (Appendix # 2).

3. The Plan for development of the Production Asset Management System and the resource plan of Rosseti Centre, PJSC for 2024-2026 (Appendices ## 3-4).

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

**E.V. Lyapunov**

**Corporate Secretary  
of Rosseti Centre, PJSC**

**S.V. Lapinskaya**