

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

«31» August 2023

Moscow

No. 11/23

**Form of the meeting:** absent voting.**Total number of members of the Personnel and Remuneration Committee:** 3 persons.**Participants of the voting:** M.A. Dokuchaeva, V.Y. Zarkhin, V.V. Kharitonov.**Members who did not provide questionnaires:** none.**The quorum is present.****Date of the minutes:** 31.08.2023.**AGENDA:**

1. On election of Deputy Chairperson of the Personnel and Remuneration Committee of the Board of Directors of the Company.
2. On approval of the Work Plan of the Personnel and Remuneration Committee of the Board of Directors of the Company for the 2023-2024 corporate year.
3. On the recommendation to the Board of Directors of the Company on the issue of terminating powers of a member of the Management Board of the Company and electing a member of the Management Board of the Company.

**Item 1. On election of Deputy Chairperson of the Personnel and Remuneration Committee of the Board of Directors of the Company.****Decision:**

To elect Maria Alexandrovna Dokuchaeva as Deputy Chairperson of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC.

**Voting results:**

Maria Alexandrovna Dokuchaeva	- «FOR»
Vitaly Yuryevich Zarkhin	- «FOR»
Vladimir Vyacheslavovich Kharitonov	- «FOR»

**Total:**

«FOR»	- «3»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

**Decision is taken.****Item 2. On approval of the Work Plan of the Personnel and Remuneration Committee of the Board of Directors of the Company for the 2023-2024 corporate year.****Decision:**

To approve the Work Plan of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC for the 2023-2024 corporate year in accordance with Appendix # 1 to this decision of the Personnel and Remuneration Committee.

**Voting results:**

Maria Alexandrovna Dokuchaeva	- «FOR»
Vitaly Yuryevich Zarkhin	- «FOR»
Vladimir Vyacheslavovich Kharitonov	- «FOR»

**Total:**

«FOR»	- «3»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

**Decision is taken.**

**Item 3. On the recommendation to the Board of Directors of the Company on the issue of terminating powers of a member of the Management Board of the Company and electing a member of the Management Board of the Company.**

**Decision:**

To recommend that the Board of Directors of the Company take the following decision:

«1. To terminate the powers of a member of the Management Board of the Company, Yury Vadimovich Marakin.

2. To elect Sergey Nikolayevich Demidov, First Deputy General Director – Chief Engineer of Rosseti Centre, PJSC, to the Management Board of the Company.

**Voting results:**

Maria Alexandrovna Dokuchaeva - «FOR»

Vitaly Yuryevich Zarkhin - «FOR»

Vladimir Vyacheslavovich Kharitonov - «FOR»

**Total:**

«FOR»	- «3»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

**Decision is taken.**

**Appendix:** The Work Plan of the Personnel and Remuneration Committee of the Board of Directors of Rosseti Centre, PJSC for the 2023-2024 corporate year (Appendix # 1).

**Chairperson of the Personnel and Remuneration Committee**

**V.V. Kharitonov**

**Secretary of the Personnel and Remuneration Committee**

**S.V. Lapinskaya**