

MINUTES of the Board of Directors  
of Public Joint stock company «Rosseti Centre»  
(Rosseti Centre, PJSC)

«27» May 2025

Moscow

No. 19/25

**Method of decision-making:** absentee voting.**Deadline for accepting questionnaires:** «27» May 2025.**Total number of members of the Board of Directors:** 11 persons.**Persons who took part in the absentee voting:** M.S. Agafonov, E.V. Andreeva, M.A. Dokuchaeva, V.Y. Zarkhin, E.V. Lyapunov, A.V. Morozov, S.S. Pikin, A.A. Polinov, A.V. Shevchuk.**Persons who did not take part in the absentee voting:** Y.A. Leshchevskaya and I.V. Makovskiy.**Quorum:** present.**Date of drawing up the Minutes:** 28.05.2025.**Details of the person who signed the Minutes:** Lyapunov Evgeny Viktorovich - Chairman of the Board of Directors of Rosseti Centre, PJSC.**AGENDA:**

1. On approval of the report on implementation in 2024 of the Innovative Development Program of Rosseti Centre, PJSC for the period of 2024 – 2029 with an outlook until 2035, including the Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2025-2029.
2. On nomination by Rosseti Centre, PJSC of candidates for election to the Boards of Directors of companies in which Rosseti Centre, PJSC participates.
3. On determination of the position of Rosseti Centre, PJSC (representatives of Rosseti Centre, PJSC) on the issues submitted for consideration by the Board of Directors and the General Meeting of Shareholders of JSC “Sanatorium “Energetik”.
4. On determination of the position of Rosseti Centre, PJSC (representatives of Rosseti Centre, PJSC) on the issues submitted for consideration by the Board of Directors and the General Meeting of Shareholders of JSC YarEGC.
5. On amending the non-core assets alienation Program of Rosseti Centre, PJSC and the register of non-core assets of the Company as of 31.12.2024.
6. On consideration of the report on the results of the Company’s operation through the heating season of 2024-2025.
7. On approval of nomination of the Insurer of Rosseti Centre, PJSC.
8. On consideration of the report on acquisition of electric power facilities in 2024, the approval for which by the Board of Directors of the Company is not required.
9. On consideration of the final analysis of the compliance of the parameters of transactions independently completed by the Company in 2023 with the Criteria for making decisions on projects for the consolidation of electric grid assets.

**AGENDA ITEMS NOT PUT TO VOTE:** none.**AGENDA ITEMS PUT TO VOTE AND DECISIONS TAKEN ON THEM:**

**ITEM 1. On approval of the report on implementation in 2024 of the Innovative Development Program of Rosseti Centre, PJSC for the period of 2024 – 2029 with an outlook until 2035, including the Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2025-2029.**

**THEY DECIDED:**

1. To approve the report on implementation in 2024 of the Innovative Development Program of Rosseti Centre, PJSC for the period of 2024-2029 with an outlook until 2035 in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.
2. To approve the Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2025-2029, including the plan of activities for research and (or) experimental design work, in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

**RESULTS (SUMMARY) OF VOTING:**

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

**Total:**

«FOR»	- «6»
«AGAINST»	- «0»
«ABSTAINED»	- «3»

**DECISION IS TAKEN.**

**ITEM 2. On nomination by Rosseti Centre, PJSC of candidates for election to the Boards of Directors of companies in which Rosseti Centre, PJSC participates.**

**THEY DECIDED:**

1. To nominate for election to the Board of Directors of JSC “Sanatorium “Energetik” at the annual meeting/absentee voting of the General Meeting of Shareholders of JSC “Sanatorium “Energetik” the following candidates:

Item #	Full name of the nominee	Title, place of employment of the nominee
1.	Nikolay Vladimirovich Baranov	Head of the Property Management Department of Rosseti Centre, PJSC
2.	Anna Leonidovna Zvyagintseva	Head of the Office for Supporting Activities of SDCs of the Finance Department of Rosseti Centre, PJSC
3.	Yulia Dmitrievna Naumova	Head of the Corporate Governance Department of Rosseti Centre, PJSC
4.	Svetlana Igorevna Secret	Head of the Customer Interaction Department of Rosseti Centre, PJSC
5.	Igor Valerievich Ulyanychev	Finance Director of Rosseti Centre, PJSC

2. To nominate for election to the Board of Directors of JSC YarEGC at the annual meeting/absentee voting of the General Meeting of Shareholders of JSC YarEGC the following candidates:

Item #	Full name of the nominee	Title, place of employment of the nominee
1.	Nikolay Vladimirovich Baranov	Head of the Property Management Department of Rosseti Centre, PJSC
2.	Elena Ivanovna Velichko	Head of the Tariff Setting Department of Rosseti Centre, PJSC
3.	Vasily Vyacheslavovich Gavrikov	Head of the Contractual Work Office of the Legal Support Department of Rosseti Centre, PJSC
4.	Andrey Yurievich Zemskov	Head of the Investment Department of Rosseti Centre, PJSC
5.	Yury Vladimirovich Kostin	Deputy Head of the Human Resources Department of Rosseti Centre, PJSC
6.	Alexey Dmitrievich Savostin	Deputy General Director for Sales of Services of Rosseti Centre, PJSC

### RESULTS (SUMMARY) OF VOTING:

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

### Total:

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

### DECISION IS TAKEN.

**ITEM 3. On determination of the position of Rosseti Centre, PJSC (representatives of Rosseti Centre, PJSC) on the issues submitted for consideration by the Board of Directors and the General Meeting of Shareholders of JSC “Sanatorium “Energetik”.**

### THEY DECIDED:

1. To instruct representatives of Rosseti Centre, PJSC in the Board of Directors of JSC “Sanatorium “Energetik” regarding the agenda item «On recommendations on the amount of dividends on the Company’s shares for 2024, the procedure for their payment and proposals to the General Meeting of Shareholders to determine the date on which persons entitled to receive dividends are recorded» to vote «FOR» taking the following decision:

*«To recommend that the General Meeting of Shareholders of JSC “Sanatorium “Energetik” take the following decision:*

*«Not to pay dividends on ordinary shares of the Company following the results of 2024».*

2. To instruct the representative of Rosseti Centre, PJSC, participating in the annual meeting/absentee voting of the General Meeting of Shareholders of JSC “Sanatorium “Energetik”, on the item «On distribution of profits (including the payment (declaration) of dividends) and losses of the Company based on the results of 2024» to vote «FOR» taking the following decision:

«1. To approve the following distribution of profits (losses) of the Company following the results of 2024:

<i>Name</i>	<i>(thous. RUB)</i>
<i>Retained earnings (uncovered loss) for the reporting period:</i>	<i>454 731</i>
<i>To be distributed to:</i>	
<i>Reserve fund</i>	<i>0</i>
<i>Profit for development</i>	<i>454 731</i>
<i>Dividends</i>	<i>0</i>
<i>Repayment of losses of previous years</i>	<i>0</i>

2. Not to pay dividends on ordinary shares of the Company following the results of 2024».

3. To instruct the representative of Rosseti Centre, PJSC, participating in the annual meeting/absentee voting of the General Meeting of Shareholders of JSC “Sanatorium “Energetik”, on the item «On election of members of the Board of Directors of JSC “Sanatorium “Energetik”» to vote «FOR» taking the following decision:

«To elect the following Board of Directors of JSC “Sanatorium “Energetik”»:

<i>Item #</i>	<i>Full name of the nominee</i>	<i>Title, place of employment of the nominee</i>
<i>1.</i>	<i>Nikolay Vladimirovich Baranov</i>	<i>Head of the Property Management Department of Rosseti Centre, PJSC</i>
<i>2.</i>	<i>Anna Leonidovna Zvyagintseva</i>	<i>Head of the Office for Supporting Activities of SDCs of the Finance Department of Rosseti Centre, PJSC</i>
<i>3.</i>	<i>Yulia Dmitrievna Naumova</i>	<i>Head of the Corporate Governance Department of Rosseti Centre, PJSC</i>
<i>4.</i>	<i>Svetlana Igorevna Secret</i>	<i>Head of the Customer Interaction Department of Rosseti Centre, PJSC</i>
<i>5.</i>	<i>Igor Valerievich Ulyanychev</i>	<i>Finance Director of Rosseti Centre, PJSC</i>

#### **RESULTS (SUMMARY) OF VOTING:**

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

#### **Total:**

«FOR»	- «7»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

#### **DECISION IS TAKEN.**

**ITEM 4. On determination of the position of Rosseti Centre, PJSC (representatives of Rosseti Centre, PJSC) on the issues submitted for consideration by the Board of Directors and the General Meeting of Shareholders of JSC YarEGC.**

#### **THEY DECIDED:**

1. To instruct representatives of Rosseti Centre, PJSC in the Board of Directors of JSC “Sanatorium “Energetik” regarding the agenda item «On recommendations on the amount of dividends on the Company’s shares for 2024, the procedure for their payment and proposals to the General Meeting of Shareholders to determine the date on which persons entitled to

receive dividends are recorded» to vote «FOR» taking the following decision:  
*«To recommend that the General Meeting of Shareholders of JSC YarEGC take the following decision:*

*«To pay dividends on ordinary shares of the Company based on the results of 2024 in the amount of RUB 23,637 per ordinary share of the Company in cash.*

*The dividend payment period to a nominal holder and a beneficial owner being a professional securities market participant, who are registered in the register of shareholders, 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.*

*To define the record date of the list of persons entitled to receive dividends – 15 July 2025».*

2. To instruct the representative of Rosseti Centre, PJSC, participating in the annual meeting/absentee voting of the General Meeting of Shareholders of JSC YarEGC, on the item «On distribution of profits (including the payment (declaration) of dividends) and losses of the Company based on the results of 2024» to vote «FOR» taking the following decision:

*«1. To approve the following distribution of profits (losses) of the Company following the results of 2024:*

<i>Name</i>	<i>(thous. RUB)</i>
<i>Retained earnings (uncovered loss) for the reporting period: To be distributed to:</i>	<i>47 274</i>
<i>Reserve fund</i>	<i>0</i>
<i>Profit for development</i>	<i>23 637</i>
<i>Dividends</i>	<i>23 637</i>
<i>Repayment of losses of previous years</i>	<i>0</i>

2. To pay dividends on ordinary shares of the Company based on the results of 2024 in the amount of RUB 23,637 per ordinary share of the Company in cash.

*The dividend payment period to a nominal holder and a beneficial owner being a professional securities market participant, who are registered in the register of shareholders, 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.*

*To define the record date of the list of persons entitled to receive dividends – 15 July 2025».*

3. To instruct the representative of Rosseti Centre, PJSC, participating in the annual meeting/absentee voting of the General Meeting of Shareholders of JSC YarEGC, on the item «On election of members of the Board of Directors of JSC YarEGC» to vote «FOR» taking the following decision:

*«To elect the following Board of Directors of JSC YarEGC:*

<i>Item #</i>	<i>Full name of the nominee</i>	<i>Title, place of employment of the nominee</i>
<i>1.</i>	<i>Nikolay Vladimirovich Baranov</i>	<i>Head of the Property Management Department of Rosseti Centre, PJSC</i>
<i>2.</i>	<i>Elena Ivanovna Velichko</i>	<i>Head of the Tariff Setting Department of Rosseti Centre, PJSC</i>
<i>3.</i>	<i>Vasily Vyacheslavovich Gavrikov</i>	<i>Head of the Contractual Work Office of the Legal Support Department of Rosseti Centre, PJSC</i>
<i>4.</i>	<i>Andrey Yurievich Zemskov</i>	<i>Head of the Investment Department of Rosseti Centre, PJSC</i>
<i>5.</i>	<i>Yury Vladimirovich Kostin</i>	<i>Deputy Head of the Human Resources Department of Rosseti Centre, PJSC</i>
<i>6.</i>	<i>Alexey Dmitrievich Savostin</i>	<i>Deputy General Director for Sales of Services of Rosseti Centre, PJSC</i>

## **RESULTS (SUMMARY) OF VOTING:**

1. Maxim Sergeevich Agafonov - «FOR»

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

**Total:**

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

**DECISION IS TAKEN.**

**ITEM 5. On amending the non-core assets alienation Program of Rosseti Centre, PJSC and the register of non-core assets of the Company as of 31.12.2024.**

**THEY DECIDED:**

1. To amend the non-core assets alienation Program of Rosseti Centre, PJSC, approved by the Board of Directors of the Company on 14.11.2023 (Minutes # 52/23) (hereinafter – the Program), in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

2. To amend the register of non-core assets of the Company as of 31.12.2024 in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

3. To instruct General Director of Rosseti Centre, PJSC to ensure:

3.1 Submission of reports on the results of the alienation of unclaimed assets<sup>1</sup> for 6 and 12 months of the year (if there are unclaimed assets) to the Board of Directors of Rosseti Centre, PJSC.

Deadline: no later than 30 calendar days of the month following the reporting period.

3.2. Bringing the organizational and administrative documents of the Company into line with this decision.

**RESULTS (SUMMARY) OF VOTING:**

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

**Total:**

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

**DECISION IS TAKEN.**

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<sup>1</sup> Unclaimed assets are the property listed on the balance sheet of Rosseti Centre, PJSC (fixed assets excluding movable property, as well as property withdrawn from accounting records due to natural wear and tear or due to reconstruction of facilities), unfinished construction projects related to real estate, long-term financial investments, protected results of intellectual activity and equivalent means of individualization (intellectual property) owned by Rosseti Centre, PJSC, the book (residual) value of which is less than 10 (Ten) million rubles, subject to alienation in accordance with the organizational and administrative documents of Rosseti Centre, PJSC.

**ITEM 6. On consideration of the report on the results of the Company's operation through the heating season of 2024-2025.**

**THEY DECIDED:**

To take into consideration the report on the results of the Company's operation through the heating season of 2024-2025 in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

**RESULTS (SUMMARY) OF VOTING:**

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

**Total:**

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

**DECISION IS TAKEN.**

**ITEM 7. On approval of nomination of the Insurer of Rosseti Centre, PJSC.**

**THEY DECIDED:**

To approve the following insurance organization as the Insurer of Rosseti Centre, PJSC:

Type of insurance	Insurance company	Period of insurance (period of issue of certificates of insurance)
Voluntary insurance of motor vehicles (Fully Comp)	IJSC "VSK"	15.05.2025-31.03.2026

**RESULTS (SUMMARY) OF VOTING:**

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

**Total:**

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

**DECISION IS TAKEN.**

**ITEM 8. On consideration of the report on acquisition of electric power facilities in 2024, the approval for which by the Board of Directors of the Company is not required.**

**THEY DECIDED:**

To take into consideration the report on acquisition of electric power facilities in 2024, the approval for which by the Board of Directors of the Company is not required, in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

**RESULTS (SUMMARY) OF VOTING:**

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

**Total:**

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

**DECISION IS TAKEN.**

**ITEM 9. On consideration of the final analysis of the compliance of the parameters of transactions independently completed by the Company in 2023 with the Criteria for making decisions on projects for the consolidation of electric grid assets.**

**THEY DECIDED:**

To take into consideration the final analysis of the compliance of the parameters of transactions independently completed by the Company in 2023 with the Criteria for making decisions on projects for the consolidation of electric grid assets in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

**RESULTS (SUMMARY) OF VOTING:**

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

**Total:**

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

**DECISION IS TAKEN.**

**Appendix:**

1. The report on implementation in 2024 of the Innovative Development Program of Rosseti Centre, PJSC for the period of 2024-2029 with an outlook until 2035 (Appendix #1).
2. The Medium-term plan for the implementation of the Innovative Development Program of Rosseti Centre, PJSC for 2025-2029, including the plan of activities for research and (or) experimental design work (Appendix #2).
3. The amendments to the non-core assets alienation Program of Rosseti Centre, PJSC, approved by the Board of Directors of the Company on 14.11.2023 (Minutes # 52/23) (Appendix #3).
4. The amendments to the register of non-core assets of the Company as of 31.12.2024 (Appendix #4).



5. The report on the results of the Company's operation through the heating season of 2024-2025 (Appendix #5).
6. The report on acquisition of electric power facilities in 2024, the approval for which by the Board of Directors of the Company is not required (Appendix #6).
7. The final analysis of the compliance of the parameters of transactions independently completed by the Company in 2023 with the Criteria for making decisions on projects for the consolidation of electric grid assets (Appendix #7).

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

**E.V. Lyapunov**

**Corporate Secretary  
of Rosseti Centre, PJSC**

**S.V. Lapinskaya**