

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

16 April 2024

Moscow

No. 07/24

Form of the meeting: absent voting.

Total number of members of the Audit Committee: 3 persons.

Participants of the voting: M.V. Korotkova, A.N. Zharikov, A.V. Morozov.

Members who did not provide questionnaires: none.

The quorum is present.

The Expert conclusion of the expert of the Audit Committee of the Board of Directors of Rosseti Centre, PJSC was taken into account at drawing up of the minutes.

Date of the minutes: 16.04.2024.

AGENDA:

1. On assessing the quality of the audit, the conclusion of the audit organization and the effectiveness of the external audit process of the financial statements of the Company for 2023.
2. On preliminary consideration of the candidacy of the Company's audit organization to conduct a mandatory annual audit of the Company's financial statements for 2024.
3. On preliminary consideration of the amount of payment for services of the audit organization for the audit of financial statements for 2024.
4. On consideration of the Management and governance letter, presented by the external auditor on the main problems of the financial statements of the Company, prepared in accordance with RAS for 2023, and the consolidated financial statements of the Company for 2023, prepared in accordance with IFRS, and the information of the Company's management about adjustments made on the results of the external audit of the statements.

Item 1. On assessing the quality of the audit, the conclusion of the audit organization and the effectiveness of the external audit process of the financial statements of the Company for 2023.

Decision:

1. To approve the Conclusion on the assessment of the quality of the audit, the auditors' opinions and the effectiveness of the process of conducting an external audit of the financial statements of Rosseti Centre, PJSC for 2023 in accordance with Appendix # 1 to this decision of the Audit Committee.
2. To recommend that General Director of the Company include the Conclusion on the assessment of the quality of the audit, the auditors' opinions and the effectiveness of the process of conducting an external audit of the financial statements of Rosseti Centre, PJSC for 2023 into the list of materials provided to persons entitled to participate in the Annual General Meeting of Shareholders of the Company.

Voting results:

Maria Vyacheslavna Korotkova - «FOR»

Alexey Nikolayevich Zharikov - «FOR»

Andrey Vladimirovich Morozov - «FOR»

Total:

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED»

- «0»

Decision is taken.

Item 2. On preliminary consideration of the candidacy of the Company's audit organization to conduct a mandatory annual audit of the Company's financial statements for 2024.

Decision:

To recommend that the Board of Directors of the Company propose to the Annual General Meeting of Shareholders of Rosseti Centre, PJSC to appoint the association of auditors (the collective participant) consisting of the leader of the collective participant - TSATR - Audit Services LLC (TIN 7709383532) and the member of the collective participant - Intercom-Audit LLC (TIN 7729744770) as the audit organization of the Company to conduct a mandatory annual audit of the Company's financial statements for 2024.

Voting results:

Maria Vyacheslavna Korotkova - «FOR»

Alexey Nikolayevich Zharikov - «FOR»

Andrey Vladimirovich Morozov - «FOR»

Total:

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

Item 3. On preliminary consideration of the amount of payment for services of the audit organization for the audit of financial statements for 2024.

Decision:

To recommend that the Board of Directors of the Company 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 at the Annual General Meeting of Shareholders of Rosseti Centre, PJSC 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.

Voting results:

Maria Vyacheslavna Korotkova - «FOR»

Alexey Nikolayevich Zharikov - «FOR»

Andrey Vladimirovich Morozov - «FOR»

Total:

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

Item 4. On consideration of the Management and governance letter, presented by the external auditor on the main problems of the financial statements of the Company, prepared in accordance with RAS for 2023, and the consolidated financial statements of the Company for 2023, prepared in accordance with IFRS, and the information of the Company's management about adjustments made on the results of the external audit of

the statements.

Decision:

To take into consideration the Management and governance letter (auditor's report) to the management and the Audit Committee of the Board of Directors of Rosseti Centre, PJSC based on the results of the audit of the financial statements, prepared in accordance with RAS for 2023, and the consolidated financial statements of the Company for 2023, prepared in accordance with IFRS, in accordance with Appendix # 2 to this decision of the Audit Committee and the information of the Company's management on the absence of adjustments made on the results of the external audit of the statements.

Voting results:

Maria Vyacheslavna Korotkova - «FOR»

Alexey Nikolayevich Zharikov - «FOR»

Andrey Vladimirovich Morozov - «FOR»

Total:

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

Decision is taken.

Appendices:

1. The Conclusion on the assessment of the quality of the audit, the auditors' opinions and the effectiveness of the process of conducting an external audit of the financial statements of Rosseti Centre, PJSC for 2023 (Appendix # 1).

2. The Management and governance letter (auditor's report) to the management and the Audit Committee of the Board of Directors of Rosseti Centre, PJSC based on the results of the audit of the financial statements, prepared in accordance with RAS for 2023, and the consolidated financial statements of the Company for 2023, prepared in accordance with IFRS (Appendix # 2).

Chairperson of the Audit Committee

M.V. Korotkova

Secretary of the Audit Committee

S.V. Lapinskaya