

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

«14» June 2022

Moscow

No. 33/22

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

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

Participants of the voting: **A.V. Golovtsov, Y.V. Goncharov, V.Y. Zarkhin, M.V. Korotkova, D.V. Krainskiy, A.I. Krupenina, A.V. Mayorov, I.V. Makovskiy, A.V. Molsky, E.V. Prokhorov, A.V. Shevchuk.**

Members who did not provide questionnaires: **none.**

The quorum is **present.**

Date of the minutes: **14.06.2022.**

AGENDA:

1. On consideration of the report on execution of the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of Rosseti Centre, PJSC - Tverenergo for 2019-2023 in 2021.
2. On recommendations to the executive body of the Company on issues of the Company's activities.

Item 1. On consideration of the report on execution of the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of Rosseti Centre, PJSC - Tverenergo for 2019-2023 in 2021.

Decision:

1. To take into consideration the report on execution of the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of Rosseti Centre, PJSC - Tverenergo following the results of 2021 in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.
2. To note the deviations of the main target indicators of the activity of the branch of Rosseti Centre, PJSC - Tverenergo based on the results of 2021, specified in Appendix # 2 to this decision of the Board of Directors of the Company.
3. To note the non-achievement of effects on the measures, provided for by the Anti-Crisis Program to improve the efficiency of functioning and improve the financial and economic condition of the branch of Rosseti Centre, PJSC - Tverenergo, based on the results of 2021.
4. To instruct General Director of Rosseti Centre, PJSC to ensure the implementation of the decision of the Board of Directors of the Company dated 23.12.2021 (para. 5 of item 2 of Minutes # 61/21) no later than 31.12.2022.

Voting results:

- | | | |
|-----|---------------------------------|---------------|
| 1. | Alexander Viktorovich Golovtsov | - «FOR» |
| 2. | Yury Vladimirovich Goncharov | - «FOR» |
| 3. | Vitaly Yuryevich Zarkhin | - «ABSTAINED» |
| 4. | Maria Vyacheslavna Korotkova | - «FOR» |
| 5. | Daniil Vladimirovich Krainskiy | - «FOR» |
| 6. | Anastasiya Igorevna Krupenina | - «FOR» |
| 7. | Andrey Vladimirovich Mayorov | - «FOR» |
| 8. | Igor Vladimirovich Makovskiy | - «FOR» |
| 9. | Alexey Valeryevich Molsky | - «FOR» |
| 10. | Egor Vyacheslavovich Prokhorov | - «FOR» |

11. Alexander Viktorovich Shevchuk - «ABSTAINED»

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

Decision is taken.

Item 2. On recommendations to the executive body of the Company on issues of the Company's activities.

Decision:

To recommend that General Director of Rosseti Centre, PJSC ensure:

1. Non-application of penalties in 2022 in connection with the violation by the supplier (executor, contractor) of the obligations stipulated by the agreement in connection with the introduction of restrictive measures against the Russian Federation by unfriendly foreign states.
2. Possibility in 2022 to change the terms and conditions of the agreement, if in connection with the introduction of restrictive measures against the Russian Federation by unfriendly foreign states, in the course of the execution of such an agreement, circumstances arise that are beyond the control of the parties to the agreement, making it impossible to fulfill it without changing the terms and conditions.

Voting results:

1. Alexander Viktorovich Golovtsov - «ABSTAINED»
2. Yury Vladimirovich Goncharov - «FOR»
3. Vitaly Yuryevich Zarkhin - «ABSTAINED»
4. Maria Vyacheslavna Korotkova - «FOR»
5. Daniil Vladimirovich Krainskiy - «FOR»
6. Anastasiya Igorevna Krupenina - «ABSTAINED»
7. Andrey Vladimirovich Mayorov - «FOR»
8. Igor Vladimirovich Makovskiy - «FOR»
9. Alexey Valeryevich Molsky - «FOR»
10. Egor Vyacheslavovich Prokhorov - «FOR»
11. Alexander Viktorovich Shevchuk - «AGAINST»

Total:

«FOR»	- «7»
«AGAINST»	- «1»
«ABSTAINED»	- «3»

Decision is taken.

Appendices:

1. The report on execution of the Anti-Crisis Program to enhance the efficiency of functioning and improve the financial and economic condition of the branch of Rosseti Centre, PJSC - Tverenergo following the results of 2021 (Appendix # 1).
2. The deviations of the main target indicators of the activity of the branch of Rosseti Centre, PJSC - Tverenergo based on the results of 2021 (Appendix # 2).

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

A.V. Mayorov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya