

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

«14» December 2023

Moscow

No. 15/23

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:** 14.12.2023.**AGENDA:**

1. On the recommendation to the Board of Directors of the Company on the item «On approval of the report on implementation of the key performance indicator (KPI) «Innovation Efficiency» of General Director of Rosseti Centre, PJSC for 2022».

Item 1. On the recommendation to the Board of Directors of the Company on the item «On approval of the report on implementation of the key performance indicator (KPI) «Innovation Efficiency» of General Director of Rosseti Centre, PJSC for 2022».

Decision:

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

«1. To approve the Report on implementation of the key performance indicator (KPI) «Innovation Efficiency» of General Director of Rosseti Centre, PJSC for 2022 (hereinafter – the Report) in accordance with the Appendix.

2. The annual bonus to General Director¹ of Rosseti Centre, PJSC shall be paid in accordance with the approved Report in accordance with paragraph 1 of this decision in the amount of 18% of the maximum annual remuneration for achieving all KPIs».

Voting results:

Maria Alexandrovna Dokuchaeva - «FOR»

Vitaly Yuryevich Zarkhin - «FOR»

Vladimir Vyacheslavovich Kharitonov - «FOR»

Total:

«FOR»	- «3»
«AGAINST»	- «0»

¹ Bonuses for 2022 are paid in accordance with the Regulation on material incentives for General Director of Rosseti Centre, PJSC, approved by the decision of the Board of Directors of the Company on 15.07.2011 (Minutes dated 18.07.2011 # 16/11) as amended by the decisions of the Board of Directors of the Company dated 18.12.2014 (Minutes dated 19.12.2014 # 29/14), 26.02.2015 (Minutes dated 27.02.2015 # 03/15), 29.05.2017 (Minutes dated 31.05.2017 # 14/17), 07.09.2017 (Minutes dated 08.09.2017 # 22/17), 30.09.2019 (Minutes dated 30.09.2019 # 31/19), 30.11.2020 (Minutes dated 30.11.2020 # 58/20) and 03.12.2021 (Minutes dated 03.12.2021 # 56/21), which does not apply to relations associated with remuneration and bonuses for General Director of Rosseti Centre, PJSC, starting from 01.07.2023 (unless otherwise provided by a decision of the Board of Directors of the Company) and has become invalid due to the approval by the Board of Directors of Rosseti Centre, PJSC of the conditions of remuneration and the amount of the annual maximum possible total personal remuneration of officials of the management team of Rosseti Centre, PJSC (Minutes dated 23.06.2023 # 30/23).

«ABSTAINED»

- «0»

Decision is taken.

**Chairperson of the Personnel and
Remuneration Committee**

V.V. Kharitonov

**Secretary of the Personnel and
Remuneration Committee**

S.V. Lapinskaya