

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

10 April 2024

Moscow

No. 06/24

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: 10.04.2024.

AGENDA:

1. On the recommendation to the Board of Directors of the Company on the item «On consideration of the report on the organization, functioning and efficiency of the risk management and internal control system of the Company for 2023».
2. On preliminary consideration of the report of the Company's internal auditor on the assessment of reliability and efficiency of the risk management and internal control system of the Company for 2023.
3. On consideration of the internal audit information «Evaluation of implementation of the Program for disposal of non-core assets and the Action Plan for sale of non-core assets in Rosseti Centre, PJSC in 2023».

Item 1. On the recommendation to the Board of Directors of the Company on the item «On consideration of the report on the organization, functioning and efficiency of the risk management and internal control system of the Company for 2023».

Decision:

To recommend that the Board of Directors of the Company take into consideration the report on the organization, functioning and efficiency of the risk management and internal control system of the Company for 2023 in accordance with the Appendix.

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 report of the Company's internal auditor on the assessment of reliability and efficiency of the risk management and internal control system of the Company for 2023.

Decision:

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

- «1. To take into consideration Auditor's Report dated 29.02.2024 No03-2024 - «Rosseti Centre» on the assessment of reliability and efficiency of the risk management and internal control system of the Company for 2023, the conclusion of the internal auditor of Rosseti Centre, PJSC based on the results of the assessment of reliability and efficiency of the risk management and internal control system, the efficiency of the Company's corporate governance in accordance with the Appendices.
2. To recommend that General Director of the Company include the conclusion of the internal auditor of Rosseti Centre, PJSC based on the results of the assessment of reliability and efficiency of the risk management and internal control system, the efficiency of the Company's corporate governance in 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 3. On consideration of the internal audit information «Evaluation of implementation of the Program for disposal of non-core assets and the Action Plan for sale of non-core assets in Rosseti Centre, PJSC in 2023».**Decision:**

To recommend that the Board of Directors of the Company take into consideration Auditor's Report № 02-2024 - «Rosseti Centre» on the audit of the «Evaluation of implementation of the Program for disposal of non-core assets and the Action Plan for sale of non-core assets in Rosseti Centre, PJSC in 2023» in accordance with the Appendix.

Voting results:

Maria Vyacheslavna Korotkova - «FOR»
Alexey Nikolayevich Zharikov - «FOR»
Andrey Vladimirovich Morozov - «FOR»

Total:

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

Decision is taken.

Chairperson of the Audit Committee

M.V. Korotkova

Secretary of the Audit Committee

S.V. Lapinskaya