

**MINUTES**  
of the meeting of the Audit Committee  
of the Board of Directors of Rosseti Centre, PJSC  
(in the form of joint presence)

17 October 2022

Moscow

No. 17/22

**Form of the meeting:** joint presence.

**Time of the meeting:** 10 hours 00 minutes – 10 hours 55 minutes.

**Place of the meeting:** Moscow, Malaya Ordynka St., 15, floor 1, room 201.

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

**Participants of the meeting:** M.V. Korotkova, V.Y. Zarkhin, A.V. Morozov.

**Members who neither participated nor provided 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:** 17.10.2022.

The meeting of the Audit Committee was audiotaped (hereinafter – the Committee), which is stored in the materials to the meeting of the Committee.

The meeting of the Committee was opened by Chairperson of the Committee, Maria Vyacheslavna Korotkova.

The following person from CATR - Audit Services LLC was present - T.L. Okolotina – Partner

The following persons from Rosseti Centre, PJSC were present:

A.G. Aleshin - Deputy General Director for Economy and Finance

L.A. Sklyarova - Chief Accountant - Head of Financial and Tax Accounting and Reporting Department

After the announcement of a quorum regarding the agenda items, the meeting of the Committee was called to order.

**ADJUSTED AGENDA:**

1. On consideration of the Management and governance letter, presented by the external auditor on the main problems of the financial statements of the Company for the interim period (6 months) of 2022 prepared in accordance with IFRS.
2. On approval of the Methodology for assessing the quality of the audit, the auditors' opinions and the effectiveness of the process of conducting an external audit of financial statements of Rosseti Centre, PJSC.

**Item 1. On consideration of the Management and governance letter, presented by the external auditor on the main problems of the financial statements of the Company for the interim period (6 months) of 2022 prepared in accordance with IFRS.**

**Speaker** – T.L. Okolotina.

**In discussing the report, the questions and comments were received from V.Y. Zarkhin and A.V. Morozov.**

**After the discussion the members of the Committee proceeded to vote.**

Answers and explanations were provided by L.A. Sklyarova and A.G. Aleshin.

**Decision taken at the meeting:**

To take into consideration the Management and governance letter, presented by the external auditor on the main problems of the financial statements of the Company for the interim period (6 months) of 2022 prepared in accordance with IFRS in accordance with Appendix # 1 to this decision of the

Audit Committee.

**Voting results under the decision draft, announced at the meeting:**

Maria Vyacheslavna Korotkova - «FOR»  
Vitaly Yuryevich Zarkhin - «FOR»  
Andrey Vladimirovich Morozov - «FOR»

**Total:**

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

**Decision is not taken.**

**Item 2. On approval of the Methodology for assessing the quality of the audit, the auditors' opinions and the effectiveness of the process of conducting an external audit of financial statements of Rosseti Centre, PJSC.**

**Speaker** – L.A. Sklyarova.

**In discussing the report, the questions and comments were received from V.Y. Zarkhin and A.V. Morozov.**

**After the discussion the members of the Committee proceeded to vote.**

Answers and explanations were provided by L.A. Sklyarova.

**Decision taken at the meeting:**

1. To approve the Methodology for assessing the quality of the audit, the auditors' opinions and the effectiveness of the process of conducting an external audit of financial statements of Rosseti Centre, PJSC in accordance with Appendix # 2 to this decision of the Audit Committee.
2. To recommend that General Director of the Company initiate amendments to the Regulation on the Audit Committee of the Board of Directors of Rosseti Centre, PJSC in terms of excluding the form of the conclusion of the Audit Committee of the Board of Directors of the Company on the level of efficiency and quality of the external audit process.

**Voting results under the decision draft, announced at the meeting:**

Maria Vyacheslavna Korotkova - «FOR»  
Vitaly Yuryevich Zarkhin - «FOR»  
Andrey Vladimirovich Morozov - «ABSTAINED»

**Total:**

«FOR»	- «2»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

**Decision is not taken.**

The agenda of the meeting of the Audit Committee of the Board of Directors of Rosseti Centre, PJSC on 17.10.2022 was exhausted. The meeting of the Audit Committee of the Board of Directors of the Company was closed.

**Appendices:**

1. The Management and governance letter, presented by the external auditor on the main problems of the financial statements of the Company for the interim period (6 months) of 2022 prepared in accordance with IFRS (Appendix #1).
2. The Methodology for assessing the quality of the audit, the auditors' opinions and the effectiveness of the process of conducting an external audit of financial statements of Rosseti Centre, PJSC (Appendix #2).

**Chairperson of the Audit Committee**

**M.V. Korotkova**

**Secretary of the Audit Committee**

**S.V. Lapinskaya**