

**MINUTES
of the Board meeting of ROSSETI South, PJSC**

Rostov-on-Don

03/31/2023

No. 518/2023

The meeting format: absentee (by poll)**Members of the Board of Directors who participated in the absentee voting:** Krainskiy D.V., Dokuchaeva M.A., Zarkhin V.Yu., Kazakov A.I., Klinkov O.Yu., Korotkova M.V., Kravchenko K.Yu., Nikitchanova E.V., Tikhonova M.G., Polinov A.A., Ebzeev B.B.**Persons who did not submit polling sheets and did not cast a vote:** no.**A quorum is present.****Date of the minutes:** 04/03/2023**AGENDA**

1. *On updating the Action plan for the transition of ROSSETI South, PJSC to the prior use of native software for the period of 2022-2024.*
2. *On consideration of the progress report on schedule plans for commissioning the objects of ROSSETI South, PJSC investment program and the report on public process and price audit of ROSSETI South, PJSC investment projects that contains the results of a summary analysis of conducted audits and conclusions summarizing the results of public and expert consideration.*
3. *On the contract scale concluded by the Company with defence contractors of the Russian Federation for the purchase of civil products (works, services) unrelated to the State defence order.*
4. *On determining ROSSETI South, PJSC (representatives of Rosseti South) stance on the item of the agenda of the meeting of the Board of Directors of JSC VMES "On approval of the loan plan of JSC VMES for 2023".*
5. *On implementation of the Development Plan of the business asset control system of ROSSETI South, PJSC in 2022.*

ITEM NO. 1: On updating the Action plan for the transition of ROSSETI South, PJSC to the prior use of native software for the period of 2022-2024.**RESOLUTION:**

1. Approve the Action Plan for the transition of ROSSETI South, PJSC (hereinafter - the Company) to the prior use of native software for the period of 2022-2024 (hereinafter - the Plan) according to Appendix 1 to this resolution of the Board of Directors of the Company.
2. Instruct the single executive body of the Company to ensure:
 - 2.1. Cost efficiency of the Action Plan for transition to the prior use of native software.
 - 2.2. Financing of the Action plan for transition to the prior use of native software within the limits of the approved business plan and the investment program of the Company.
 - 2.3. The Plan implementation, including the achievement of key performance indicators (target indicators).

2.4. Annual revision of the Plan, taking into account the current level of technological development and synchronization with the Company business plan and investment program (if necessary).

2.5. Achieving the efficiency indicator for import substitution, the share of financing of purchases of native software and works (services) thereto related in the total volume of financing of software purchases and works (services) thereto related shall be in 2023 - minimum 74%, in 2024 - minimum 80%, including without allocation of additional financing sources.

2.6. Reporting to the Board of Directors of the Company the Action plan progress:

2.6.1. For 2022: until April 18, 2023 (then - annually).

2.6.2. For the first half of 2023: until July 18, 2023 (then - annually).

2.6.3. For the second half of 2023: until January 18, 2024 (then- annually).

2.7. In future, ensure the submission of the Action Plan for transition of the Company to the prior use of native software to the Board of Directors of the Company as a part of the Digital transformation program of the Company (hereinafter - the DTP) with the DTP and Plan synchronization with regard to KPI (the KPI Plan for 2023-2024 exceeds the established KPI in the approved DTP of the Company, minutes of the meeting of the Board of Directors dated 01/26/2023 No. 511/2023).

3. Invalidate the Action Plan for transition of ROSSETI South, PJSC to the prior use of native software for the period of 2022-2024 approved by the decision of the Board of Directors of ROSSETI South, PJSC on 12/05/2022 (minutes dated 12/08/2022 No. 505/2022).

Voting results:

Krainski D.V.	-	"IN FAVOR"	Klinkov O. Yu.	-	"IN FAVOR"
Dokuchaeva M.A.	-	"IN FAVOR"	Kravchenko K.Yu.	-	"IN FAVOR"
Zarkhin V.Yu.	-	"ABSTRAINED"	Nikitchanova E.V.	-	"IN FAVOR"
Korotkova M.V.	-	"IN FAVOR"	Tikhonova M.G.	-	"IN FAVOR"
Kazakov A.I.	-	"IN FAVOR"	Ebzeev B.B.	-	"IN FAVOR"
Polinov A.A.	-	"IN FAVOR"			

The resolution was carried.

ITEM NO. 2: On consideration of the progress report on schedule plans for commissioning the objects of ROSSETI South, PJSC investment program and the report on public process and price audit of ROSSETI South, PJSC investment projects that contains the results of a summary analysis of conducted audits and conclusions summarizing the results of public and expert consideration.

RESOLUTION:

Take into consideration the information of General Director of the Company on the absence in the investment program of the Company of the investment projects with the estimated cost of 1.5 bln rubles or more subject to public process and price audit, as well as the information on the absence of schedule plans for commissioning the objects of the investment program of ROSSETI South, PJSC.

Voting results:

Krainski D.V.	-	"IN FAVOR"	Klinkov O. Yu.	-	"IN FAVOR"
Dokuchaeva M.A.	-	"IN FAVOR"	Kravchenko K.Yu.	-	"IN FAVOR"
Zarkhin V.Yu.	-	"IN FAVOR"	Nikitchanova E.V.	-	"IN FAVOR"
Korotkova M.V.	-	"IN FAVOR"	Tikhonova M.G.	-	"IN FAVOR"
Kazakov A.I.	-	"IN FAVOR"	Ebzeev B.B.	-	"IN FAVOR"
Polinov A.A.	-	"IN FAVOR"			

The resolution was carried.

ITEM NO. 3: On the contract scale concluded by the Company with defence contractors of the Russian Federation for the purchase of civil products (works, services) unrelated to the State defence order.

RESOLUTION:

Take into consideration the information of General Director of the Company on the absence of contracts concluded by the Company with defence contractors of the Russian Federation for the purchase of civil products (works, services) unrelated to the State defence order for 2022.

Voting results:

Krainski D.V.	-	"IN FAVOR"	Klinkov O. Yu.	-	"IN FAVOR"
Dokuchaeva M.A.	-	"IN FAVOR"	Kravchenko K.Yu.	-	"IN FAVOR"
Zarkhin V.Yu.	-	"ABSTRAINED"	Nikitchanova E.V.	-	"IN FAVOR"
Korotkova M.V.	-	"IN FAVOR"	Tikhonova M.G.	-	"IN FAVOR"
Kazakov A.I.	-	"IN FAVOR"	Ebzeev B.B.	-	"IN FAVOR"
Polinov A.A.	-	"IN FAVOR"			

The resolution was carried.

ITEM NO. 4: On determining ROSSETI South, PJSC (representatives of Rosseti South) stance on the item of the agenda of the meeting of the Board of Directors of JSC VMES "On approval of the loan plan of JSC VMES for 2023".

RESOLUTION:

Put in charge of ROSSETI South, PJSC representatives on the item of the agenda of the meeting of the Board of Directors of JSC VMES "On approval of the loan plan of JSC VMES for 2023" to vote "IN FAVOR" of the following decision adoption:

1. Approve the loan plan of JSC VMES for 2023 in accordance with the appendix to this resolution of the Board of Directors of the Company.

2. Invalidate the loan plan of JSC VMES for the 1st quarter of 2023 approved by resolution of the Board of Directors of JSC VMES on December 30, 2022 (minutes dated December 30, 2022 No. 81/2022).

3. Put in charge of General Director of JSC VMES to ensure the implementation of the loan plan for 2023 in accordance with Regulation on loan policy.

Voting results:

Krainski D.V.	-	"IN FAVOR"	Klinkov O. Yu.	-	"IN FAVOR"
Dokuchaeva M.A.	-	"IN FAVOR"	Kravchenko K.Yu.	-	"IN FAVOR"
Zarkhin V.Yu.	-	"ABSTRAINED"	Nikitchanova E.V.	-	"IN FAVOR"
Korotkova M.V.	-	"IN FAVOR"	Tikhonova M.G.	-	"IN FAVOR"
Kazakov A.I.	-	"IN FAVOR"	Ebzeev B.B.	-	"IN FAVOR"
Polinov A.A.	-	"IN FAVOR"			

The resolution was carried.

ITEM NO. 5: On implementation of the Development Plan of the business asset control system of ROSSETI South, PJSC in 2022.

RESOLUTION:

Take into consideration the report on the implementation of the Development Plan of the business asset control system of ROSSETI South, PJSC for 2022-2024 in 2022 in accordance with Appendix 2 to this resolution of the Board of Directors of the Company.

Voting results:

Krainski D.V.	-	"IN FAVOR"	Klinkov O. Yu.	-	"IN FAVOR"
Dokuchaeva M.A.	-	"IN FAVOR"	Kravchenko K.Yu.	-	"IN FAVOR"
Zarkhin V.Yu.	-	"ABSTRAINED"	Nikitchanova E.V.	-	"IN FAVOR"
Korotkova M.V.	-	"IN FAVOR"	Tikhonova M.G.	-	"IN FAVOR"
Kazakov A.I.	-	"IN FAVOR"	Ebzeev B.B.	-	"IN FAVOR"
Polinov A.A.	-	"IN FAVOR"			

The resolution was carried.

Chairman of the Board of Directors

D.V. Krainski

Corporate Secretary

E.N. Pavlova