

**MINUTES No. 23
of the Annual General Meeting of Shareholders of
Rosseti South Public Joint Stock Company**

Full corporate name of the Company (hereinafter - the Company)	Public Joint Stock Company "Rosseti South"
Location and address of the Company:	49 Bolshaya Sadovaya St., Rostov-on-Don, 344002
Type of general meeting of shareholders:	Annual
Form of the general meeting of shareholders:	Absentee voting
The date of determination (fixation) of the persons entitled to participate in the General Meeting:	May 8, 2021
Date of the General Meeting (date of end of receipt of completed voting ballots):	June 2, 2021
Mailing addresses to which the completed ballot papers were sent:	344002, RF, Rostov-on-Don, 49 Bolshaya Sadovaya St., PJSC Rosseti South 107076, Russian Federation, Moscow, Stromynka 18, bldg. 5B, JSC "NRK - R O S T." (Registrar of the Company)
The website address on the Internet, on which the electronic forms of the ballots were filled out:	- https://lk.rrost.ru/ .
Date of the Protocol:	June 02, 2021

The Annual General Meeting of Shareholders of Public Joint Stock Company Rosseti South (PJSC Rosseti South) (hereinafter - the Meeting) was held on the basis of resolutions of the Board of Directors of the Company on March 05, 2021 (Minutes dated March 09, 2021 No. 417/2021), April 27, 2021 (Minutes dated April 28, 2021 No. 425/2021) and April 30, 2021 (Minutes dated May 11, 2021 No. 428/2021).

In accordance with the resolution of the Board of Directors of the Company on April 27, 2021, the report of the Meeting was published on the Company's website on the Internet at: www.rosseti-yug.ru on April 30, 2021.

Record date for the Meeting is May 08, 2021.
2018."

In accordance with clause 10.10 of Article 10 of the Company's Charter, the functions of the Chairman of the Meeting are carried out by Pavel Vladimirovich Grebtsov, the Chairman of the Board of Directors of the Company.

In accordance with the resolution of the Board of Directors of the Company on April 27, 2021, the functions of the Secretary at the Meeting are performed by Pavlova Elena Nikolaevna, the Corporate Secretary of the Company.

In accordance with Article 56 of the Federal Law FZ-208, dated December 26, 1995, "On Joint-Stock Companies", the functions of the Counting Commission are performed by the Registrar of the Company — the Joint-Stock Company "Independent Registrar Company R.O.S.T."

Location of the Registrar: Bldg. 18, block 5B, room IX, Stromynka St., Moscow, 107076.

Authorized person of the Registrar: Andrey Nikolaevich Stratychuk by proxy dated August 25, 2020 No. 512.

In accordance with Clause 3 of Article 67.1 of the Civil Code of the Russian Federation, within the framework of performing the functions of the counting commission, the Registrar

certifies the composition of participants and resolutions made at the General Meeting of Shareholders of the Company.

In this minutes of the General Shareholders Meeting, the following term is used: Regulation of the Bank of Russia No. 660-P., dated November 16, 2018, "On General Meetings of Shareholders" — Regulation.

The protocol on the results of voting at the General Meeting of Shareholders of the Public Joint-Stock Company Rosseti South on June 02, 2021 is attached to this protocol.

THE AGENDA OF THE MEETING:

1. On approval of the annual report, annual accounting (financial) statements of the Company for 2020.
2. On the distribution of the Company's profit (including the payment (declaration) of dividends) and losses based on 2020 results.
3. On election of members of the Company's Board of Directors.
4. On election of members of the Company's Internal Audit Commission.
5. On approval of the Company's auditor.
6. On approval of the new version of the Company's Charter.

Quorum and voting results on issue No. 1 of the agenda:

On approval of the annual report, annual accounting (financial) statements of the Company for 2020.

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting, on this issue on the agenda of the general meeting	151 641 426 354 and 3 / 10
Number of votes received by voting shares of the Company on this item on the agenda of the general meeting, determined subject to provisions of paragraph 4.24 of the Regulations	151 641 426 354 and 3 / 10
Number of votes held by the persons who took part in the general meeting on this issue on the agenda of the general meeting	140 095 998 103
There was a QORUM on this item on the agenda	92.3864%

Voting was carried out by ballot No. 1.

Voting options	Number of votes given for each voting option	% of attendees
"PRO"	140 027 926 779	99.9514
"CON"	44 619 242	0.0319
"ABSTAIN"	16 708 843	0.0119
Number of votes not counted due to invalidation of ballots or other reasons provided for by the Regulations		
"Invalid"	6 743 239	0.0048
"On other grounds"	0	0.0000
TOTAL:	140 095 998 103	100.0000

RESOLUTION:

To approve the annual report of the Company for 2020, the annual accounting (financial) statements of the Company for 2020, in accordance with the appendices posted on the official website of the Company at <https://rosseti-yug.ru/aktsioneru-investoru/gosa-2021/>.

THE RESOLUTION WAS CARRIED.

Quorum and voting results on issue No. 2 of the agenda:

On the distribution of the Company's profit (including the payment (declaration) of dividends) and losses based on 2020 results.

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting, on this issue on the agenda of the general meeting	151 641 426 354 and 3 / 10
Number of votes received by voting shares of the Company on this item on the agenda of the general meeting, determined subject to provisions of paragraph 4.24 of the Regulations	151 641 426 354 and 3 / 10
Number of votes held by the persons who took part in the general meeting on this issue on the agenda of the general meeting	140 095 998 103
There was a QORUM on this item on the agenda	92.3864%

Voting was carried out by ballot No. 1.

Voting options	Number of votes given for each voting option	% of attendees
"PRO"	139 952 142 960	99.89732
"CON"	53 272 174	0.03802
"ABSTAIN"	90 505 100	0.06460
Number of votes not counted due to invalidation of ballots or other reasons provided for by the Regulations		
"Invalid"	77 869	0.00006
"On other grounds"	0	0.00000
TOTAL:	140 095 998 103	100.00000

RESOLUTION:

1. Approve the following distribution of profit (losses) of the Company for the 2020 reporting year:

Index name	(RUB)
Retained profit (uncovered loss) of the reporting period:	(209 442)
Allocate to: Reserve Fund	-
Development profit	-
Dividends	-
Repayment of losses from previous years	-

2. Pass dividends on ordinary shares of the Company at year-end 2020. 2018."

THE RESOLUTION WAS CARRIED.

Quorum and voting results on issue No. 3 of the agenda:

On election of members of the Company's Board of Directors.

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting, on this issue on the agenda of the general meeting	1 668 055 689 897 and 3/10
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Number of votes received by voting shares of the Company on this item on the agenda of the general meeting, determined subject to provisions of paragraph 4.24 of the Regulations	1 668 055 689 897 and 3/10
Number of votes held by the persons who took part in the general meeting on this issue on the agenda of the general meeting	1 541 055 979 133
There was a QORUM on this item	92.3864%

Voting was carried out by ballot No. 2.

Sl. No.	Full name, position (at the time of the nomination of the candidate)	Number of votes given for each voting option
“PRO” – distribution of votes by candidates		
1	Boris Borisovich Ebzeev - Director General, Rosseti South PJSC	140 478 003 687
2	Kapitonov Vladislav Albertovich - Corporate Finance Director, Rosseti PJSC	140 351 255 226
3	Ozhegina Natalya Klimentievna - Deputy Director General for Human Resources, Rosseti PJSC	140 347 883 474
4	Korotkova Maria Vyacheslavna — Head of Business Development of “Tekhnoinnovatsiya” LLC	140 327 701 525
5	Mikhailik Konstantin Aleksandrovich - Deputy Director General for Digital Transformation, Rosseti PJSC	140 321 967 166
6	Rozhkov Vasily Vladimirovich — Deputy Chief Engineer, PJSC Rosseti	140 319 409 315
7	Krainsky Daniil Vladimirovich — Deputy Director General for Legal Support, PJSC Rosseti	140 318 869 077
8	Molsky Alexey Valerievich - Deputy Director General for Investment, Capital Construction and Services, Rosseti PJSC	140 318 700 357
9	Prokhorov Yegor Vyacheslavovich — Deputy Director General for Strategy, PJSC Rosseti	140 318 657 282
10	Polinov Alexey Alexandrovich - Adviser to Director General, Rosseti PJSC	140 317 071 111
11	Zarkhin Vitaly Yurievich — At present, not working	125 166 505 080
12	Andrey Vladimirovich Morozov - Legal Director of the Association of Professional Investors	5 882 757 213
13.	Fedorov Oleg Romanovich - Member of the Board of Directors, IDGC of the North-West, PJSC	5 426 304 342
14.	Tikhonova Maria Gennadievna - Deputy General Director for Corporate Governance, Rosseti PJSC	6 554 357
"CON"		110 166 287
"ABSTAIN"		978 747 319
Number of votes not counted due to invalidation of ballots or other reasons provided for by the Regulations		
"Invalid"		54 989 418
"On other grounds"		10 436 897
TOTAL:		1 541 055 979 133

RESOLUTION:

Elect the Company's Board of Directors:

1. Boris Borisovich Ebzeev - Director General, Rosseti South PJSC
2. Kapitonov Vladislav Albertovich - Corporate Finance Director, Rosseti PJSC
3. Ozhegina Natalya Klimentievna - Deputy Director General for Human Resources, Rosseti PJSC
4. Korotkova Maria Vyacheslavna — Head of Business Development of “Tekhnoinnovatsiya” LLC
5. Mikhailik Konstantin Aleksandrovich - Deputy Director General for Digital Transformation, Rosseti PJSC
6. Rozhkov Vasily Vladimirovich — Deputy Chief Engineer, PJSC Rosseti
7. Krainsky Daniil Vladimirovich — Deputy Director General for Legal Support, PJSC Rosseti
8. Molsky Alexey Valerievich - Deputy Director General for Investment, Capital Construction and Services, Rosseti PJSC
9. Prokhorov Yegor Vyacheslavovich — Deputy Director General for Strategy, PJSC Rosseti
10. Polinov Alexey Alexandrovich - Adviser to Director General, Rosseti PJSC
11. Zarkhin Vitaly Yurievich — At present, not working

THE RESOLUTION WAS CARRIED.

Quorum and voting results on issue No. 4 of the agenda:

On election of members of the Company's Internal Audit Commission.

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting, on this issue on the agenda of the general meeting	151 641 426 354 and 3 / 10
Number of votes received by voting shares of the Company on this item on the agenda of the general meeting, determined subject to provisions of paragraph 4.24 of the Regulations	151 641 189 721 and 3 / 10
Number of votes held by the persons who took part in the general meeting on this issue on the agenda of the general meeting	140 095 998 103
There was a QORUM on this item	92.3865%

Voting was carried out by ballot No. 1.

Distribution of votes

No.	Full name of the candidate	Number of votes given for each voting option				The number of votes not counted due to the invalidation of ballots or on other grounds provided for by the Regulations	
		"PRO"	%*	"CON"	"ABSTAIN"	"Invalid"	"On other grounds"
1	Trishina Svetlana Mikhailovna - Deputy Head of the Internal Audit Department - Head of the Corporate Audit and Control Directorate of the Subsidiary office of the	129 067 757 611	92.128	10 216 271	11 014 447 319	2 873 043	703,859

	Internal Audit Department, Rosseti PJSC						
2	Mamusova Ekaterina Viktorovna - Chief Expert of the Methodology and Reporting Service of the Internal Audit Department, Rosseti PJSC	129 067 659 464	92.128	10 377 736	11 015 759 620	1 497 424	703,859
3	Yudin Andrey Ivanovich - Chief Expert of the Methodology and Reporting Service of the Internal Audit Department, Rosseti PJSC	129 066 985 075	92.128	10 027 239	11 014 555 466	2 873 043	1 557 280
4	Kovaleva Svetlana Nikolaevna - Director for Internal Audit - Head of the Internal Audit Department, Rosseti PJSC	129 065 897 009	92.127	13 037 239	11 014 447 319	2 596 536	20 000
5	Tsarkov Viktor Vladimirovich - First Deputy Chief of the Internal Audit Department, Rosseti PJSC	129 065 519 182	92.126	12 567 239	11 014 447 319	2 912 970	551 393

* - percentage of attendees

RESOLUTION:

Elect the Company's Internal Audit Commission:

1. Trishina Svetlana Mikhailovna - Deputy Head of the Internal Audit Department - Head of the Corporate Audit and Control Directorate of the Subsidiary office of the Internal Audit Department, Rosseti PJSC
2. Mamusova Ekaterina Viktorovna - Chief Expert of the Methodology and Reporting Service of the Internal Audit Department, Rosseti PJSC
3. Yudin Andrey Ivanovich - Chief Expert of the Methodology and Reporting Service of the Internal Audit Department, Rosseti PJSC
4. Kovaleva Svetlana Nikolaevna - Director for Internal Audit - Head of the Internal Audit Department, Rosseti PJSC
5. Tsarkov Viktor Vladimirovich - First Deputy Chief of the Internal Audit Department, Rosseti PJSC

THE RESOLUTION WAS CARRIED.

**Quorum and voting results on issue No. 5 of the agenda:
On approval of the Company's auditor.**

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting, on this issue on the agenda of the general meeting	151 641 426 354 and 3 / 10
Number of votes received by voting shares of the Company on this item on the agenda of the general meeting, determined subject to provisions of paragraph 4.24 of the Regulations	151 641 426 354 and 3 / 10
Number of votes held by the persons who took part in the general meeting on this issue on the agenda of the general meeting	140 095 998 103
There was a QORUM on this item on the agenda	92.3864%

Voting was carried out by ballot No. 1.

Voting options	Number of votes given for each voting option	% of attendees
"PRO"	139 958 131 497	99.90160
"CON"	9 651 048	0.00689
"ABSTAIN"	127 983 272	0.09135
Number of votes not counted due to invalidation of ballots or other reasons provided for by the Regulations		
"Invalid"	212 286	0.00015
"On other grounds"	20 000	0.00001
TOTAL:	140 095 998 103	100.00000

RESOLUTION:

Approve the Leader of the joint participant - Ernst & Young LLC as the auditor of the Company (TIN 7709383532, legal address: Bldg. 77, block 1, Sadovnicheskaya Embankment, Moscow, 115035, Russian Federation).

THE RESOLUTION WAS CARRIED.

Quorum and voting results on issue No. 6 of the agenda:

On approval of the new version of the Company's Charter.

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting, on this issue on the agenda of the general meeting	151 641 426 354 and 3 / 10
Number of votes received by voting shares of the Company on this item on the agenda of the general meeting, determined subject to provisions of paragraph 4.24 of the Regulations	151 641 426 354 and 3 / 10
Number of votes held by the persons who took part in the general meeting on this issue on the agenda of the general meeting	140 095 998 103
There was a QORUM on this item on the agenda	92.3864%

Voting was carried out by ballot No. 3.

Voting options	Number of votes given for each voting option	% of attendees
"PRO"	139 959 050 386	99.9022
"CON"	9 050 968	0.0065
"ABSTAIN"	126 740 328	0.0905

Number of votes not counted due to invalidation of ballots or other reasons provided for by the Regulations		
"Invalid"	1 156 421	0.0008
"On other grounds"	0	0.0000
TOTAL:	140 095 998 103	100.0000

RESOLUTION:

Approve the new version of the Company's Charter according to the annex posted on the Company's official website at the following link <https://rosseti-yug.ru/aktsioneru-investoru/gosa-2021/>.

THE RESOLUTION WAS CARRIED.

**Chairman
of the Meeting**

P.V. Grebtsov

Secretary of the Meeting

Pavlova E.N.