

MINUTES
of the Meeting of the Board of Directors, Rosseti South PJSC

Rostov-on-Don

31.08.2022

№ 495/2022

Meeting format: in absentia (by poll)

Members of the Board of Directors who participated in the absentee voting: D.V. Krainskiy, M.A. Dokuchaeva, V.Yu. Zarkhin, A.I. Kazakov, O.Yu. Klinkov, M.V. Korotkova, K.Yu. Kravchenko, M.V. Nikitchanova, M.G.Tikhonova, A.A.Polinov, B.B. Ebzeev

The polling forms were not provided and did not take part in the voting: none.

A quorum is present.

Date of the Minutes: 01.09.2022.

AGENDA

1. *On consideration of the report on the execution of instructions of the Board of Directors of Rosseti South PJSC for the 2nd quarter of 2022.*
2. *On consideration of the report on implementation of investment projects of Rosseti South PJSC entered in the list of priority facilities for the 2nd quarter of 2022.*
3. *On consideration of the report on the implementation of the Register of non-core assets of Rosseti South PJSC for the 2nd quarter of 2022.*
4. *On consideration of the Credit Policy Report of Rosseti South PJSC for the 2nd quarter of 2022.*
5. *On determination of position of Rosseti South PJSC (representatives of Rosseti South PJSC) on agenda of the Meeting of the Board of Directors of VMES JSC "On consideration of the Credit Policy Report of VMES JSC for the 2nd quarter of 2022".*
6. *On the composition of the Committee for Technological Connection to Power Grids of Rosseti South PJSC.*
7. *On composition of the Strategy Committee of the Board of Directors of Rosseti South PJSC.*

ITEM NO.1: On consideration of the report on the execution of instructions of the Board of Directors of Rosseti South PJSC for the 2nd quarter of 2022.

DECIDED TO:

Take in consideration the Report of the Single Executive Body of Rosseti South PJSC on implementation in the 2nd quarter of 2022 decisions adopted at meetings of the Board of Directors of Rosseti South PJSC, in accordance with Annex 1 to this Decision of the Company's Board of Directors.

Result of the vote:

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

The resolution was adopted.

ITEM NO.2: On consideration of the report on implementation of investment projects of Rosseti South PJSC entered in the list of priority facilities for the 2nd quarter of 2022.

DECIDED TO:

Take in consideration the progress report on the implementation of Rosseti South PJSC investment projects included in the list of priority objects for the 2nd quarter of 2022 in accordance with Annex 2 to this Resolution of the Company's Board of Directors.

Result of the vote:

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

The resolution was adopted.

ITEM NO.3: On consideration of the Report on implementation of the Register of non-core assets of Rosseti South PJSC for the 2nd quarter of 2022.

DECIDED TO:

1. Take in consideration the Report on the implementation of the Register of non-core assets of Rosseti South PJSC as of June 30, 2022 in accordance with Annex 3 to this Resolution of the Company's Board of Directors.

2. Make changes to the Register of non-core assets of Rosseti South PJSC as of December 31, 2021 in accordance with Annex 4 to this Decision of the Company's Board of Directors.

Result of the vote:

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

The resolution was adopted.

ITEM NO.4: On consideration of the Credit Policy Report of Rosseti South PJSC for the 2nd quarter of 2022.

DECIDED TO:

Take in consideration the report on the credit policy of Rosseti South PJSC for the 2nd quarter of 2022 in accordance with Annex to this Resolution of the Company's Board of Directors.

Result of the vote:

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

The resolution was adopted.

ITEM NO.5: On determination of position of Rosseti South PJSC (representatives of Rosseti South PJSC) on agenda of the Meeting of the Board of Directors of VMES JSC "On consideration of the Credit Policy Report of VMES JSC for the 2nd quarter of 2022".

DECIDED TO:

Instruct the representatives of Rosseti South PJSC on agenda of the meeting of the Board of Directors of VMES JSC "On consideration of the Credit Policy Report of VMES JSC for the 2nd quarter of 2022" to vote FOR the adoption of the following decision:

Take in consideration the Credit Policy Report of VMES JSC for the 2nd quarter of 2022 in accordance with Annex to this Resolution of the Company's Board of Directors.

Result of the vote:

D.V. Krainsky	-	"FOR"	O.Yu. Klinkov	-	"FOR"
M.A. Dokuchaeva	-	"FOR"	K.Yu. Kravchenko	-	"FOR"
V.Yu. Zarkhin	-	"FOR"	E.V. Nikitchanova	-	"FOR"
M.V. Korotkova	-	"FOR"	M.G. Tikhonova	-	"FOR"
A.I. Kazakov	-	"FOR"	B.B. Ebzhev	-	"FOR"
A.A. Polinov	-	"FOR"			

The resolution was adopted.

ITEM NO.6: On the composition of the Committee for Technological Connection to Power Grids of Rosseti South PJSC.

DECIDED TO:

1. Determine the number of members of the Committee for Technological Connection to Power Grids of the Board of Rosseti South PJSC - 5 persons.

Result of the vote:

D.V. Krainsky	-	"FOR"	O.Yu. Klinkov	-	"FOR"
M.A. Dokuchaeva	-	"FOR"	K.Yu. Kravchenko	-	"FOR"
V.Yu. Zarkhin	-	"FOR"	E.V. Nikitchanova	-	"FOR"
M.V. Korotkova	-	"FOR"	M.G. Tikhonova	-	"FOR"
A.I. Kazakov	-	"FOR"	B.B. Ebzhev	-	"FOR"
A.A. Polinov	-	"FOR"			

The resolution was adopted.

2. Elect the Committee for Technological Connection to Power Grids of the Board of Rosseti South PJSC in the following composition:

No.	Full name	Position
1.	Gazdanova Marina Altegovna	Deputy Head of the Department of Integration and Infrastructure Development - Head of the Department for the Development of Additional Services and Client Services of Rosseti PJSC

Result of the vote:

D.V. Krainsky	-	"FOR"	O.Yu. Klinkov	-	"FOR"
M.A. Dokuchaeva	-	"FOR"	K.Yu. Kravchenko	-	"FOR"
V.Yu. Zarkhin	-	"ABSTAINED"	E.V. Nikitchanova	-	"FOR"
M.V. Korotkova	-	"FOR"	M.G. Tikhonova	-	"FOR"
A.I. Kazakov	-	"FOR"	B.B. Ebzhev	-	"FOR"
A.A. Polinov	-	"FOR"			

The resolution was adopted.

No.	Full name	Position
2.	Zhuravlev Dmitry Olegovich	Deputy General Director of Development and Technological Connection of Rosseti South PJSC

Result of the vote:

D.V. Krainsky	-	"FOR"	O.Yu. Klinkov	-	"FOR"
M.A. Dokuchaeva	-	"FOR"	K.Yu. Kravchenko	-	"FOR"
V.Yu. Zarkhin	-	"FOR"	E.V. Nikitchanova	-	"FOR"

M.V. Korotkova - "FOR"
A.I. Kazakov - "FOR"
A.A. Polinov - "FOR"

M.G. Tikhonova - "FOR"
B.B. Ebzeev - "FOR"

The resolution was adopted.

No.	Full name	Position
3.	Zarkhin Vitaliy Yuryevich	Member of the Board of Directors, Rosseti South PJSC

Result of the vote:

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

No resolution has been taken.

No.	Full name	Position
4.	Kalashnikov Nikita Vladimirovich	Deputy General Director for Investment Activity and Capital Construction of Rosseti South, PJSC

Result of the vote:

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

The resolution was adopted.

No.	Full name	Position
5.	Klinkov Oleg Yurievich	Director of Customer Communication, Head of Technological Development Department, Rosseti PJSC

Result of the vote:

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

The resolution was adopted.

No.	Full name	Position
6.	Molsky Alexey Valerievich	Deputy Director General for Investment, Capital Construction and Services, Rosseti PJSC

Result of the vote:

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

The resolution was adopted.

No.	Full name	Position
7.	Muriy Anton Gennadievich	Deputy General Director for Sales of Services of Rosseti South PJSC.

Result of the vote:

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

No resolution has been taken.

3. Elect Alexey Valerievich Molsky as a Chairman of the Committee for technological connection to electricity networks of the Company's Board of Directors.

Result of the vote:

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

The resolution was adopted.

ITEM NO. 7: On composition of the Strategy Committee of the Board of Directors of Rosseti South PJSC.

DECIDED TO:

1. Determine the number of members of the Strategy Committee of the Board of Directors of Rosseti South PJSC - nine (9) persons.

Result of the vote:

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

The resolution was adopted.

2. Elect the following members of the Strategy Committee of the Company's Board of Directors:

No.	Full name of candidate	Position
1.	Zarkhin Vitaliy Yuryevich	Member of the Board of Directors, Rosseti South PJSC

Result of the vote:

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

The resolution was adopted.

No.	Full name of candidate	Position
2.	Iordanidi Kirill Alexandrovich	Deputy General Director for Economics and Finance, Rosseti South PJSC

Result of the vote:

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

The resolution was adopted.

No.	Full name of candidate	Position
3.	Kaloeva Madina Valerievna	Corporate Management Director – Head of the Corporate Management Department of Rosseti PJSC

Result of the vote:

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

The resolution was adopted.

No.	Full name of candidate	Position
4.	Korotkova Maria Vyacheslavna	Member of the Board of Directors of Rosseti South PJSC, Development Director of Technoinnovatsia Ltd.

Result of the vote:

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

The resolution was adopted.

No.	Full name of candidate	Position
5.	Korneev Alexander Yurievich	Head of Technological Connection and Infrastructure Development Department, Rosseti PJSC

Result of the vote:

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

The resolution was adopted.

No.	Full name of candidate	Position
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6.	Krainsky Daniil Vladimirovich	Member of the Board of Directors of Rosseti South PJSC, Deputy General Director for Legal Support of Rosseti PJSC
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Result of the vote:

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

The resolution was adopted.

No.	Full name of candidate	Position
7.	Leshchevskaya Yulia Aleksandrovna	Acting Deputy Director General for Strategy, Rosseti PJSC

Result of the vote:

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

The resolution was adopted.

No.	Full name of candidate	Position
8.	Polinov Aleksey Aleksandrovich	Member of the Board of Directors, Acting Deputy General Director for Economics and Finance of Rosseti PJSC

Result of the vote:

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

The resolution was adopted.

No.	Full name of candidate	Position
9.	Tulba Andrey Petrovich	Director for Economics and Finance, Head of the Department of Economic Planning and Tariff Formation, PJSC Rosseti

Result of the vote:

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

The resolution was adopted.

3. Elect Alexey Aleksandrovich Polinov as a Chairman of the Strategy Committee of the Company's Board of Directors.

Result of the vote:

D.V. Krainsky	-	"FOR"	O.Yu. Klinkov	-	"FOR"
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M.A. Dokuchaeva - "FOR"
V.Yu. Zarkhin - "FOR"
M.V. Korotkova - "FOR"
A.I. Kazakov - "FOR"
A.A. Polinov - "FOR"

K.Yu. Kravchenko - "FOR"
E.V. Nikitchanova - "FOR"
M.G. Tikhonova - "FOR"
B.B. Ebzeev - "FOR"

The resolution was adopted.

Chairman of the Board of Directors

D.V. Krainsky

Corporate Secretary

E.N. Pavlova