

MINUTES
of the Board meeting of ROSSETI South, PJSC

Rostov-on-Don

03/13/2023

No. 516/2023

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:** 03/15/2023**AGENDA**

- 1. On approval of the result report on the investment program of ROSSETI South, PJSC for 9 months of 2022.*
- 2. On consideration of the report on acquisition of electric power facilities whose acquisition needs no approval by the Board of Directors for the 3rd quarter of 2022.*
- 3. On consideration of the results of anti-corruption monitoring of ROSSETI South, PJSC for 2022.*
- 4. On recommendation to the single executive body of the Company on the conclusion of an indemnification agreement with Tekhnostroy LLC.*
- 5. On approval of budgets of the Board of Directors' Committees of ROSSETI South, PJSC for the 1st half of 2023.*

ITEM NO. 1: On approval of the result report on the investment program of ROSSETI South, PJSC for 9 months of 2022.**RESOLUTION:**

Take into consideration the result report on the investment program of ROSSETI South, PJSC for 9 months of 2022 in accordance with Appendix 1 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.	-	"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. 2: On consideration of the report on acquisition of electric power facilities whose acquisition needs no approval by the Board of Directors for the 3rd quarter of 2022.****RESOLUTION:**

Take into consideration the report on acquisition of electric power facilities whose acquisition needs no approval by the Board of Directors and on compliance of transactions made with the decision criteria upon the projects of consolidation of power supply network assets for the 3rd quarter of 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.	-	"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.

On item No. 2 of the agenda of this meeting of the Board of Directors, a separate opinion was submitted by D.V. Krainski - Chairman of the board of directors of the Company (appendix to this record of proceedings of the Board of Directors of the Company).

ITEM NO. 3: On consideration of the results of Anti-corruption monitoring of ROSSETI South, PJSC for 2022.**RESOLUTION:**

Take into consideration the report on the results of Anti-corruption monitoring of ROSSETI South, PJSC for 2022 in accordance with Appendix 3 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.	-	"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. 4: On recommendation to the single executive body of the Company on the conclusion of an indemnification agreement with Tekhnostroy LLC.**RESOLUTION:**

Recommend to the single executive body of the Company to conclude the indemnification agreement (property form) between ROSSETI South, PJSC and the Limited Liability Company "Tekhnostroy" (Tekhnostroy LLC) in accordance with Appendix 4 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.	-	"AGAINST"	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 approval of budgets of the Board of Directors' Committees of ROSSETI South, PJSC for the 1st half of 2023.

RESOLUTION:

1. Approve the budget of the Audit Committee of the Board of Directors of ROSSETI South, PJSC for the 1st half of 2023 in accordance with Appendix 5 to this resolution of the Board of Directors of the Company.

2. Approve the budget of the HR and Remuneration Committee of the Board of Directors of ROSSETI South, PJSC for the 1st half of 2023 in accordance with Appendix 6 to this resolution of the Board of Directors of the Company.

3. Approve the budget of the Reliability Committee of the Board of Directors of ROSSETI South, PJSC for the 1st half of 2023 in accordance with Appendix 7 to this resolution of the Board of Directors of the Company.

4. Approve the budget of the Strategy Committee of the Board of Directors of ROSSETI South, PJSC for the 1st half of 2023 in accordance with Appendix 8 to this resolution of the Board of Directors of the Company.

5. Approve the budget of the Committee on Technological Connection to Electric Grids of the Board of Directors of ROSSETI South, PJSC for the 1st half of 2023 in accordance with Appendix 9 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.	-	"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.

Chairman of the Board of Directors

D.V. Krainski

Corporate Secretary

E.N. Pavlova