

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

Rostov-on-Don

29.07.2022

No. 492/2022

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:** 29.07.2022.**AGENDA**

- 1. On formation of the composition of the Reliability Committee of the Board of Directors of Rosseti South PJSC.*
- 2. On amending the list of positions included in the category of top managers of Rosseti South PJSC.*
- 3. On payment of a lump sum bonus for the performance of a particularly important task to the Director General of Rosseti South PJSC.*
- 4. On preliminary approval of a transaction related to the alienation of property constituting fixed assets, which purpose is the production, transmission, dispatching, distribution of electric and heat energy.*

ITEM 1: On formation of the composition of the Reliability Committee of the Board of Directors of Rosseti South PJSC.**DECIDED TO:**

- Determine the number of members of the Reliability Committee of the Board of Directors of Rosseti South PJSC - 5 persons.

Result of the vote:

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

The resolution was adopted.

- Elect the Reliability Committee of the Board of Directors of Rosseti South PJSC in the following composition:

No.	Full name	Title
1.	Vladimir Anatolyevich Ukolov	Head of the Situation and Analytics Center of PJSC Rosseti

Result of the vote:

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

A.A. Polinov - "FOR"

The resolution was adopted.

No.	Full name	Title
2.	Pilyugin Alexander Viktorovich	Deputy Director of the branch of PJSC Rosseti - Technical Supervision Center

Result of the vote:

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

The resolution was adopted.

No.	Full name	Title
3.	Pavel Viktorovich Goncharov	First Deputy General Director/Chief Engineer of Rosseti South PJSC, Assistant to the General Director of the Administration of PJSC Rosseti Kuban (on a part-time basis)

Result of the vote:

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

The resolution was adopted.

No.	Full name	Title
4.	Iordanidi Kirill Alexandrovich	Deputy General Director for Economics and Finance of Rosseti South PJSC, Deputy General Director for Economics and Finance of Rosseti Kuban PJSC (part-time)

Result of the vote:

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

The resolution was adopted.

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

Result of the vote:

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

The resolution was adopted.

3. Elect Vladimir Anatolyevich Ukolov as Chairman of the Reliability Committee of the Board of Directors of the Company.

Result of the vote:

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

The resolution was adopted.

ITEM 2: On amending the list of positions included in the category of top managers of Rosseti South PJSC.

DECIDED TO:

1. Approve the list of positions included in the category of top managers of Rosseti South PJSC in accordance with Appendix 1 to this Resolution of the Board of Directors of the Company.

2. Consider the list of positions included in the category of top managers of IDGC of the South, JSC, which was approved by the decision of the Board of Directors of the Company on May 28, 2015 (Minutes No. 160/2015 dated May 29, 2015), as invalid.

Result of the vote:

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

The resolution was adopted.

ITEM 3: On payment of a lump sum bonus for the performance of a particularly important task to the Director General of Rosseti South PJSC.

DECIDED TO:

In accordance with clause 4.3.1 of the Regulations on material incentives for the General Director of Rosseti South PJSC, a one-time bonus shall be paid to Boris Borisovich Ebzeev, General Director of Rosseti South PJSC, for performing a particularly important task, namely: for ensuring the elimination of the consequences of adverse meteorological phenomena and the restoration of power supply all energy facilities of the Astrakhan region and the city of Astrakhan in the shortest possible time at a high quality level, in accordance with Appendix 2 to this Resolution of the Board of Directors of the Company.

Result of the vote:

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

The resolution was adopted.

ITEM 4: On preliminary approval of a transaction related to the alienation of property constituting fixed assets, which purpose is the production, transmission, dispatching, distribution of electric and heat energy.

DECIDED TO:

Approve the transaction made by Rosseti South, PJSC, related to the alienation of property, which are fixed assets that are intended to produce, transmit, dispatch, distribute electrical and thermal energy, under an agreement for the gratuitous transfer of real estate owned by legal entities to the ownership of the municipal entity "City of Azov" (hereinafter referred to as the Agreement), on the following essential terms:

- the composition of the alienated property in accordance with Appendix 3 hereto;
- the balance (residual) value of the property being alienated as of December 31, 2021 is 494,696 (Four hundred ninety-four thousand six hundred ninety-six) rubles 98 kopecks;
- the method of alienation of property is the gratuitous transfer of property to the ownership of the municipal entity "City of Azov" of the Rostov Region under the Agreement;
- Parties to the Agreement are:
Public Joint Stock Company Rosseti South (Transferring Party);
Municipal entity "City of Azov" (Receiving Party).
- Subject matter of the Agreement:

Pursuant the order of the Department of Property and Land Relations of the Administration of the City of Azov dated August 12, 2021, No. 279, "On the acceptance of real estate objects in the ownership of the municipal entity "City of Azov", the Transferring Party transfers to the ownership of the municipal entity "City of Azov" free of charge, and the Receiving Party takes ownership of the property titled as a gas boiler room, with an area of 9.7 sqm, Letter "D"; medium pressure gas pipeline, 23.5 m long, Letter "B", "B1", cadastral number 61:45:0000171:394, with the equipment included. The object is located in Russia, Rostov region, the city of Azov, Zoya Kosmodemyanskoy Avenue, 72v.

- the property transfer procedure:

The Transferring Party will transfer the object to the Receiving Party on the day of signing the Agreement under an acceptance certificate.

The Receiving Party acquires the right of ownership to the property acquired under the Agreement at the moment when the state registration authority for rights to real estate and transactions with it registers the ownership of the Receiving Party and makes an entry about the registration of the Receiving Party's right in the Unified State Register of Real Estate.

The Agreement is subject to registration with the Office of the Federal Service for State Registration, Cadastre and Cartography in the Rostov Region.

Result of the vote:

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

The resolution was adopted.

Chairman of the Board of Directors

D.V. Krainsky

Corporate Secretary

E.N. Pavlova