

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

Rostov-on-Don

10.10.2022

№ 499/2022

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, E.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: 13.10.2022.

AGENDA

1. *On approval of the timed action plan of Rosseti South PJSC for reduction of overdue receivables for power transmission services and settlement of disagreements that occurred as of 01.07.2022.*
2. *On approval of amendments to the Regulation on the Audit Committee of the Company's Board of Directors.*
3. *On consideration of the report of the internal audit of Rosseti South PJSC on the evaluation of the effectiveness of corporate governance in the Company based on the results of the 2021-2022 corporate year*
4. *On the current situation in the activities of Rosseti South PJSC on the technological connection of consumers to electric networks based on the results of 6 months of 2022.*
5. *On consideration of the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for the 1st half of 2022.*
6. *On approval of the budgets of the Committees of the Board of Directors of Rosseti South PJSC for the 2nd half of 2022.*

ITEM NO. 1: On approval of the timed action plan of Rosseti South PJSC for reduction of overdue receivables for power transmission services and settlement of disagreements that occurred as of 01.07.2022.

DECIDED TO:

1. Approve the timed action plan of Rosseti South PJSC for reduction of overdue indebtedness for power transmission services and settlement of disagreements occurred as of 01.07.2022 in accordance with Annex No. 1 to this Resolution of the Company's Board of Directors.
2. Take into consideration the report of Rosseti South PJSC on the implementation of the timed action plan of Rosseti South PJSC for reduction of overdue indebtedness for the provided power transmission services and settlement of disagreements that have developed as of 01.04.2022, approved by the decision of the Board of Directors of the Company on 12.07.2022 (Minutes No. 490/2022 dated July 13, 2022) in accordance with Annex 2 to this Resolution of the Company's Board of Directors.
3. Take into consideration the Activity Report of Rosseti South PJSC in the 2nd quarter of 2022 in relation to newly formed overdue receivables for power transmission services, in accordance with Annex No. 3 to this Resolution of the Company's Board of Directors.
4. Take into consideration the report on the repayment of overdue receivables by Rosseti South PJSC within 6 months of 2022, as of 01.01.2022, in accordance with Annex 4 to this Resolution of the Company's Board of Directors.
5. Take into consideration the report on the repayment of overdue receivables by VMES JSC within 6 months of 2022, as of 01.01.2022, in accordance with Annex 5 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	-	"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. 2: On approval of amendments to the Regulation on the Audit Committee of the Company's Board of Directors.

DECIDED TO:

Approve amendments to the Regulation on the Audit Committee of the Board of Directors of Rosseti South PJSC in accordance with Annex 6 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 of the internal audit of Rosseti South PJSC on the evaluation of the effectiveness of corporate governance in the Company based on the results of the 2021-2022 corporate year.

DECIDED TO:

Take into consideration the internal audit report of Rosseti South PJSC on the assessment of the effectiveness of corporate governance for the 2021-2022 corporate year No. 1040-07/2022/10 in accordance with Annex 7 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	-	"AGAINST"	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 the current situation in the activities of Rosseti South PJSC on the technological connection of consumers to electric networks based on the results of 6 months of 2022.

DECIDED TO:

Take into consideration the report on the current situation in the activities of Rosseti South PJSC for the technological connection of consumers to electrical networks based on the results of 6 months of 2022 in accordance with Annex 8 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 consideration of the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for the 1st half of 2022.

DECIDED TO:

1. Take into consideration the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for the 1st half of 2022 in accordance with Annex 9 to this Resolution of the Company's Board of Directors.

2. Approve the timed action plan of Rosseti South PJSC for reduction of overdue receivables for the supplied electricity and settlement of disagreements which arose as of 01.07.2022, in accordance with Annex 10 to this Resolution of the Company's Board of Directors.

3. Take into account the report on implementation of the timed action plan for reduction of overdue indebtedness for the supplied electricity and the settlement of disagreements which arose as of 01.04.2022, in accordance with Annex 11 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	-	"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. 6: On approval of the budgets of the Committees of the Board of Directors of Rosseti South PJSC for the 2nd half of 2022.

DECIDED TO:

1. Approve the budget of the Audit Committee of the Board of Directors of Rosseti South PJSC for the 2nd half of 2022 in accordance with Annex 12 to this Decision of the Company's Board of Directors.

2. Approve the budget of the Human Resources and Remuneration Committee of the Board of Directors of Rosseti South PJSC for the 2nd half of 2022 in accordance with Annex No. 13 to this Decision of the Company's Board of Directors.

3. Approve the budget of the Reliability Committee of the Board of Directors of Rosseti South PJSC for the 2nd half of 2022 in accordance with Annex 14 to this Decision of the Company's Board of Directors.

4. Approve the budget of the Strategy Committee of the Board of Directors of Rosseti South PJSC for the 2nd half of 2022 in accordance with Annex 15 to this Decision of the Company's Board of Directors.

5. Approve the budget of the Committee for Technological Connection to Power Grids of the Board of Directors of Rosseti South PJSC for the 2nd half of 2022 in accordance with Annex No. 16 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	-	"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.

Chairman of the Board of Directors

D.V. Krainsky

Corporate Secretary

E.N. Pavlova