

MINUTES
of the Board meeting of ROSSETI South, PJSC

Rostov-on-Don

07.06.2023

№ 525/2023

The meeting format: absentee (by poll)**Members of the Board of Directors who participated in the absentee voting:** Krainski 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 take part in the vote:** no.**A quorum is present.****Date of the minutes:** 08.06.2023**AGENDA**

1. *On approval of amendments to the Regulations on Re-equipment of facilities of PJSC Rosseti South initiated by third parties.*
2. *On approval of the Risk Management and Internal Control Policy of PJSC Rosseti South.*
3. *On the early termination of powers, on the election of a member and Chairman of the HR and Remuneration Committee of the Board of Directors of PJSC Rosseti South.*
4. *On approval of the terms of remuneration and the amount of the annual maximum possible total personal remuneration of officials of the management staff of PJSC Rosseti South.*
5. *On approval of candidacies for certain positions in the executive office of ROSSETI South, PJSC, which are determined by the Board of Directors of ROSSETI South, PJSC*
6. *On reviewing the report on compliance with the Regulations of ROSSETI South, PJSC, Information Policy for 2021.*
7. *On consideration of the results of self-assessment of the performance of the Board of Directors and Committees of the Board of Directors of PJSC Rosseti South for the 2022-2023 corporate year.*
8. *On the current situation in the activities of PJSC Rosseti South regarding technological connection of consumers to power grids for 12 months of 2022.*
9. *On the preliminary approval of a transaction related to the acquisition of property constituting fixed assets, the purpose of which is not the production, transmission, dispatching, distribution of electrical and thermal energy.*

ISSUE № 1: On approval of amendments to the Regulations on Re-equipment of facilities of PJSC Rosseti South initiated by third parties.**RESOLUTION:**

1. Approve the Regulations for the reconstruction of the facilities of PJSC Rosseti South, carried out at the initiative of third parties in accordance with Appendix 1 to this decision of the Board of Directors of the Company.

2. Recognize as invalid the Regulations for the reconstruction of the facilities of PJSC Rosseti South, carried out at the initiative of third parties, approved by the decision of the Board of Directors of the Company on July 19, 2022 (Minutes No. 491/2022 dated July 20, 2022) with amendments approved by the decision of the Board of Directors of the Company on December 20 2022 (minutes of December 23, 2022 No. 507/2022).

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.	-	"ABSTRAINED"	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.

ISSUE № 2: On approval of the Risk Management and Internal Control Policy of PJSC Rosseti South.

RESOLUTION:

1. Approve the Risk Management and Internal Control Policy of PJSC Rosseti South in accordance with Appendix 2 to this resolution of the Board of Directors of the Company.

2. Recognize as invalid the following documents of the Company:

2.1. Internal Control Policy of IDGC of the South, PJSC, approved by the decision of the Board of Directors of the Company dated March 11, 2016 (Minutes No. 180/2016 dated March 14, 2016);

2.2. The risk management policy of PJSC Rosseti South, as amended, approved by the decision of the Board of Directors of the Company dated March 2, 2021 (Minutes No. 416/2021 dated March 3, 2021);

2.3. The plan for maintaining the efficiency and development of the internal control system and the risk management system of PJSC Rosseti South, approved by the decision of the Board of Directors of the Company dated March 09, 2021 (Minutes No. 418/2021 dated March 10, 2021).

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.

ISSUE № 3: On the early termination of powers, on the election of a member and Chairman of the HR and Remuneration Committee of the Board of Directors of PJSC Rosseti South.

RESOLUTION:

1. Prematurely terminate the powers of Yulia Viktorovna Kuznetsova, a member of the Committee for Personnel and Remuneration of the Board of Directors of the Company, and exclude her from the Committee.

2. Elect Daria Viktorovna Borisova, HR Director of PJSC Rosseti, as a member of the HR and Remuneration Committee of the Board of Directors of the Company.

3. Elect Darya Viktorovna Borisova as the Chairman of the HR and Remuneration Committee 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.	-	"ABSTRAINED"	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.

ISSUE № 4: On approval of the terms of remuneration and the amount of the annual maximum possible total personal remuneration of officials of the management staff of PJSC Rosseti South.

RESOLUTION.

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.	-	"ABSTRAINED"	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.

ISSUE № 5: On approval of candidacies for certain positions in the executive office of ROSSETI South, PJSC, which are determined by the Board of Directors of ROSSETI South, PJSC**RESOLUTION:**

Approve the candidacy of Natyrov Erdni Aleksandrovich for the position of Deputy General Director - Director of the branch of PJSC Rosseti South - Kalmenergo.

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.

ISSUE № 6: On reviewing the report on compliance with the Regulations of ROSSETI South, PJSC, Information Policy for 2021.**RESOLUTION:**

Take into consideration the report of the sole executive body on compliance with the Regulations on the information policy 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.

ISSUE № 7: On consideration of the results of self-assessment of the performance of the Board of Directors and Committees of the Board of Directors of PJSC Rosseti South for the 2022-2023 corporate year.**RESOLUTION:**

Take into consideration the report on the results of the performance evaluation of the Board of Directors and Committees of the Board of Directors of Rosseti South, PJSC, for the 2022-2023 corporate year 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.	-	"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.

ISSUE № 8: On the current situation in the activities of Rosseti South, PJSC, regarding technological connection of consumers to power grids for 12 months of 2022.

RESOLUTION:

To take note of the report on the current situation regarding technological connection of consumers to power grids of Rosseti South, PJSC, for 12 months 2022 according to Appendix 5 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.

ISSUE № 9: On the preliminary approval of a transaction related to the acquisition of property constituting fixed assets, the purpose of which is not the production, transmission, dispatching, distribution of electrical and thermal energy.

RESOLUTION:

1. Determine that the price (monetary value) of the property acquired by Rosseti South, PJSC, in a transaction related to the acquisition of property constituting fixed assets, with the purpose other than production, transmission, dispatching or distribution of electric and thermal energy, is 700,000 (Seven hundred thousand) rubles 00 kopecks, VAT exempt.

2. Approve the conclusion by Rosseti South, PJSC, of a transaction related to the acquisition of property constituting fixed assets, with the purpose other than production, transmission, dispatching or distribution of electric and thermal energy, located at the following address: Volgograd Region, Pallasovsky District, Elton settlement, 15 Shkolnaya street, building 3/1, on the following essential conditions:

Parties to the transaction:

Citizen of the Russian Federation Nikolai Vladimirovich Penskoj (Seller);

Rosseti South, PJSC (Buyer);

Acquired property under the transaction:

Real estate located at the address: Volgograd region, Pallasovsky district, Elton settlement, 15 Shkolnaya street, building 3/1:

- an isolated part of a non-residential building, area: 109.2 sq.m., number of floors: 1, cadastral number 34:23:200001:3161;

- a land plot with a total area of 620 sq.m., permitted use: under the existing isolated part of a non-residential building, cadastral number 34:23:200001:3238.

Scope of the transaction:

The Seller transfers ownership, and the Buyer accepts and pays for real estate: an isolated part of a non-residential building and a land plot owned by the Seller and located at the address: Russia, Volgograd Region, Pallasovsky District, Elton settlement, 15 Shkolnaya street, building 3/1.

Transaction price:

Taking into account the rights to the land plot, the price of the Property acquired by the Buyer is determined on the basis of the valuation report No. N-36516/22/1, performed by LAIR LLC, and amounts to 700,000 (Seven hundred thousand) rubles 00 kopecks, VAT exempt.

Mode of property acquisition:

Conclusion of a contract for the sale of real estate.

Procedure for the transfer of property:

The Seller shall transfer the Property to the Buyer according to the deed of transfer signed by authorized representatives of the Parties within 10 days from the moment of signing the Agreement.

From the moment of signing the act of transfer by the Buyer, the responsibility for the safety of the Property, as well as the risk of accidental damage or loss of property, is borne by the Buyer.

The Seller's obligation to transfer the Property is considered fulfilled after the signing by the parties of the act of transfer and upon state registration of the transfer of ownership in the Office of the Federal Service for State Registration, Cadastre and Cartography in the Volgograd Region.

Property settlement terms:

The Buyer pays the cost of the Property within 30 (Thirty) working days from the date of signing of the act of transfer by the Parties, by transferring funds in the amount specified in the Agreement to the Seller's settlement account.

The Buyer's obligations to pay for the Property are considered fulfilled from the moment the funds are debited from the Buyer's account.

3. The transaction specified in paragraph 1 of this Resolution for the acquisition of property constituting fixed assets, with the purpose other than production, transmission, dispatching or distribution of electrical and thermal energy, located at the address: Volgograd Region, Pallasovsky District, Elton settlement, 15 Shkolnaya street, bldg. 3/1, shall be concluded after including the costs of acquiring property in the investment program of Rosseti South, PJSC, for the relevant period in the amount and within the timeframe necessary to fulfill the relevant obligations.

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