

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

Rostov-on-Don

05.10.2023

№ 546/2023

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.

Questionnaires not provided: none.

A quorum is present.

Date of the minutes: 06.10.2023

AGENDA

1. *On approval of the preferred risk (risk appetite) of Rosseti South PJSC.*
2. *On approval of the action plan of Rosseti South PJSC for the reduction of overdue repayment of debts for electric power transmission services and settlement of disagreements that arose as of July 1, 2023.*
3. *On the independence of the members of the Board of Directors of Rosseti South PJSC.*
4. *On consideration of the report on the execution of the instructions of the Board of Directors of Rosseti South PJSC for Q2 2023.*
5. *On consideration of the report on acquisition of electric power facilities, the approval of the acquisition of which is not required by the Board of Directors, for Q2 2023.*
6. *On approval of the insurer of Rosseti South PJSC.*

ISSUE NO. 1: On approval of the preferred risk (risk appetite) of Rosseti South PJSC.

RESOLUTION:

1. Approve the preferred risk (risk appetite) of Rosseti South PJSC in accordance with Appendix 1 to this Resolution.

2. Invalidate the decision of the Board of Directors of Rosseti South PJSC on the issue "On approval of the preferred risk (risk appetite) of Rosseti South PJSC (Minutes No. 482/2022 of 26.05.2022) from the date of adoption of this decision.

Voting results:

Krainski D.V.	-	FOR	Klinkov O. Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Zarkhin V.Yu.	-	ABSTAIN	Nikitchanova E.V.	-	FOR
Korotkova M.V.	-	FOR	Tikhonova M.G.	-	FOR
Kazakov A.I.	-	FOR	Ebzeev B.B.	-	FOR
Paramonova N.V.	-	FOR			

The resolution was carried.

ISSUE NO. 2: On approval of the action plan of Rosseti South PJSC for the reduction of overdue repayment of debts for electric power transmission services and settlement of disagreements that arose as of July 1, 2023.

RESOLUTION:

1. Approve the action plan of Rosseti South PJSC for the reduction of overdue repayment of debts for electric power transmission services and settlement of disagreements that arose as of July 1, 2023 in accordance with Appendix 2 to this Resolution of the Board of Directors of the Company.

2. Take in consideration the report of Rosseti South PJSC on the implementation of the action plan for the reduction of overdue repayment of debts for electric power transmission services and settlement of disagreements that arose as of April 1, 2023, approved by the decision of the Board of Directors of the Company on June 26, 2023 (Minutes No. 528/2023 dated June 26, 2023) in accordance with Appendix 3 to this Resolution of the Board of Directors of the Company.

3. Take in consideration the report on the work performed by Rosseti South PJSC in Q2 2023 in relation to the newly formed overdue receivables for electric power transmission services in accordance with Appendix 4 to this Resolution of the Board of Directors of the Company.

4. Take in consideration the report on the repayment by Rosseti South PJSC of overdue receivables as of January 1, 2023 within Q1 2023, in accordance with Appendix 5 to this Resolution of the Board of Directors of the Company.

5. Take in consideration the report on the repayment by VMES JSC of overdue receivables as of January 1, 2023 within the 1st half of 2023, in accordance with Appendix 6 to this Resolution of the Board of Directors of the Company.

Voting results:

Krainski D.V.	-	FOR	Klinkov O. Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Zarkhin V.Yu.	-	ABSTAIN	Nikitchanova E.V.	-	FOR
Korotkova M.V.	-	FOR	Tikhonova M.G.	-	FOR
Kazakov A.I.	-	FOR	Ebzeev B.B.	-	FOR
Paramonova N.V.	-	FOR			

The resolution was carried.

ISSUE NO. 3: On the independence of the members of the Board of Directors of Rosseti South PJSC.

RESOLUTION:

1.1. In accordance with the assessment of compliance of the member of the Board of Directors of the Company Korotkova Maria Vyacheslavna with the criteria for determining independence set out in Appendix 4 of the Listing Rules of Moscow Exchange PJSC (hereinafter referred to as the Rules), and the recommendations of the HR and Remuneration Committee of the Board of Directors of Rosseti South PJSC (Minutes No. 144 dated 20.04.2023), to recognize M.V. Korotkova as an independent director despite the existence of formal criteria of association:

1.1.1. with the Company (sub-item 2 of item 4 of Appendix 4 to the Rules):

- Korotkova M.V. holds the position of a member of the Board of Directors in organizations controlled by the entity controlling the Company (Rosseti PJSC) – Rosseti Center PJSC;

1.1.2. with a significant counterparty of the Company (sub-item 1 of item 6 of Appendix 4 to the Rules):

- Korotkova M.V. holds the position of a member of the Board of Directors in Rosseti Center PJSC, which is a controlled organization of a significant counterparty of the Company - Rosseti PJSC, the amount of obligations under contracts with which exceeds 2% of the book value of the Company's consolidated assets as of 30.06.2023 and 2% of the Company's consolidated revenues (income) as of 31.12.2022.

1.2. Note that no other criteria of association have been identified.

1.3. Recognize that such association with the Company, with a significant shareholder of the Company and a significant counterparty of the Company is formal and does not affect the independence of M.V. Korotkova in forming her position on the issues of the agenda of meetings of the Board of Directors of the Company, her ability to make objective, conscientious and

independent from the influence of the executive bodies of Rosseti South PJSC, a significant shareholder and a significant counterparty of the Company, decisions based on the following:

1.3.1. Korotkova M.V. has no obligation to vote in accordance with the voting instructions and positions formed by a significant shareholder of the Company – Rosseti PJSC, as well as to vote in accordance with the directives or other position formed by the Russian Federation – the entity controlling the significant shareholder of the Company - Rosseti PJSC, since the Russian Federation exercises only indirect control over Rosseti South PJSC.

1.3.2. Korotkova M.V. was previously recognized by decisions of the Board of Directors of Rosseti South PJSC as an independent director (Minutes No. 461/2021 dated 24.12.2021, No. 493/2022 dated 05.08.2022), since July 2020 till present heads the Audit Committee of the Board of Directors of Rosseti South PJSC and takes active part in all meetings of the Board of Directors and the Audit Committee of the Board of Directors of the Company (100% participation).

1.3.3. Korotkova M.V. participates in the work of the Boards of Directors of energy complex companies, including as an independent director, from June 2017 to June 2023 – in Rosseti Volga PJSC, from May 2019 – in Rosseti Center PJSC.

Taking into account the experience of M.V. Korotkova in the boards of directors of energy companies, including in the Company itself, she is able to carefully approach decision-making, acting in the interests of the Company. Her position as a member of the Board of Directors of the Company during 2020-2023 was independent of the opinion of the majority shareholder of the Company, other members of the Board of Directors of the Company, the position of the executive bodies of Rosseti South PJSC, based on a comprehensive study of materials on the agenda of meetings of the Board of Directors of the Company. Experience in the sectors of the fuel and energy complex will allow Korotkova M.V. to effectively apply it when considering issues related to the development and improvement of indicators of the Company's financial and economic activities, positioning the Company on the electric power market, and protect the Company's interests.

1.3.4. A significant counterparty of the Company (Rosseti PJSC) does not and cannot influence both the decisions taken by Rosseti South PJSC and the financial and economic activities of Rosseti South PJSC, based on the fact that the agreements between the Company and Rosseti PJSC on the provision of a loan to the Company by the latter are concluded in order to attract intra-group debt financing at lower rates, than borrowing rates available at the time of conclusion of the agreement in credit institutions, and for a longer period than the available bank lending terms. Accordingly, Rosseti Center PJSC, being a controlled entity of a significant counterparty of the Company - Rosseti PJSC, does not and cannot influence both the decisions made by Rosseti South PJSC and the financial and economic activities of Rosseti South PJSC.

1.4. Note that the decision to recognize Korotkova M.V., a member of the Board of Directors, as an independent director is justified and motivated.

Voting results:

Krainski 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.	-	didn't vote	Tikhonova M.G.	-	FOR
Kazakov A.I.	-	FOR	Ebzeev B.B.	-	FOR
Paramonova N.V.	-	FOR			

The resolution was carried.

2.1. In accordance with the assessment of the compliance of the member of the Board of Directors of the Company Kazakov Alexander Ivanovich with the criteria for determining independence set out in Appendix 4 of the Rules and the recommendations of the HR and Remuneration Committee of the Board of Directors of Rosseti South PJSC (Minutes No. 144 dated 20.04.2023), to recognize Kazakov A.I. as an independent director despite the existence of formal criteria of association:

2.1.1. with the Company (sub-item 2 of item 4 of Appendix 4 to the Rules):

- Kazakov A.I. holds the position of a member of the Board of Directors in organizations controlled by the entity controlling the Company (Rosseti PJSC) - Rosseti Center and Volga Region PJSC, Rosseti Kuban PJSC, Rosseti Volga PJSC;

2.1.2. with a significant shareholder of the Company (sub-item 3 of item 5 of Appendix 4 to the Rules):

- Kazakov A.I. holds the position of a member of the Board of Directors in more than two legal entities controlled by a significant shareholder of the Company (Rosseti PJSC), as well as under the indirect control of the Russian Federation - an entity controlling a significant shareholder of the Company - Rosseti South PJSC, Rosseti Center and Volga Region PJSC, Rosseti Kuban PJSC, Rosseti Volga PJSC.

2.1.3. with a significant counterparty of the Company (sub-item 1 of item 6 of Appendix 4 to the Rules):

- Kazakov A.I. holds the position of a member of the Board of Directors in Rosseti Center and Volga Region PJSC, Rosseti Kuban PJSC, Rosseti Volga PJSC, which are controlled organizations of a significant counterparty of the Company - Rosseti PJSC, the amount of obligations under contracts with which exceeds 2% of the book value of the Company's consolidated assets as of 30.06.2023 and 2% of the Company's consolidated revenues (income) as of 31.12.2022.

2.2. Note that no other criteria of association have been identified.

2.3. Recognize that such association with the Company, with a significant shareholder of the Company and a significant counterparty of the Company is formal and does not affect the independence of Kazakov A.I. in forming his position on the issues of the agenda of meetings of the Board of Directors of the Company, his ability to make objective, conscientious and independent from the influence of the executive bodies of Rosseti South PJSC, a significant shareholder and a significant counterparty of the Company, decisions based on the following:

2.3.1. Kazakov A.I. has no obligation to vote in accordance with the voting instructions and positions formed by a significant shareholder of the Company – Rosseti PJSC, as well as to vote in accordance with the directives or other position formed by the Russian Federation – the entity controlling the significant shareholder of the Company - Rosseti PJSC, since the Russian Federation exercises only indirect control over Rosseti South PJSC.

2.3.2. Kazakov A.I. was previously recognized by decisions of the Board of Directors of Rosseti South PJSC as an independent director (Minutes No. 461/2021 dated 24.12.2021, No. 493/2022 dated 05.08.2022), since October 2021 till present is a member of the Audit Committee of the Board of Directors of Rosseti South PJSC and takes active part in all meetings of the Board of Directors and the Audit Committee of the Board of Directors of the Company (100% participation).

2.3.3. Kazakov A.I. participates in the work of the Boards of Directors of the energy complex companies, including as an independent director, from May 2018 to May 2021 - in Rosseti Center PJSC, from May 2020 to May 2021 and from June 2022 - in Rosseti Volga PJSC, from June 2019 - in Rosseti Center and Volga Region PJSC, from June 2021 - in Rosseti Kuban PJSC.

The considerable experience of Kazakov A.I. in the fuel and energy complex not only speaks of a deep understanding of the specifics of the work of Rosseti South PJSC, but also allows Kazakov A.I. to effectively use them when considering issues related to the operating activities of the Company, positioning the Company on the electric power market. His position as a member of the Board of Directors of the Company during 2021-2023 was independent of the opinion of the majority shareholder of the Company, other members of the Board of Directors of the Company, the position of the executive bodies of Rosseti South PJSC, based on a comprehensive study of materials on the agenda of meetings of the Board of Directors of the Company.

The knowledge of professional competencies in the field of strategic management, finance and audit, the presence of leadership experience in energy companies, including as chairman of the boards of directors, make the experience of Kazakov A.I. indispensable for the Company.

2.3.4. A.I. Kazakov is a Russian statesman and politician, has a doctorate in economic sciences, has a generally recognized reputation, testifying to his ability to independently form an independent position.

2.3.5. A significant counterparty of the Company (Rosseti PJSC) does not and cannot influence both the decisions taken by Rosseti South PJSC and the financial and economic activities of Rosseti South PJSC, based on the fact that the agreements between the Company and Rosseti PJSC on the provision of a loan to the Company by the latter are concluded in order to attract intra-group debt financing at lower rates, than borrowing rates available at the time of conclusion of the agreement in credit institutions, and for a longer period than the available bank lending terms. Accordingly, Rosseti Center and Volga Region PJSC, Rosseti Kuban PJSC, Rosseti Volga PJSC, being controlled entities by a significant counterparty of the Company - Rosseti PJSC, do not and cannot influence both the decisions made by Rosseti South PJSC and the financial and economic activities of Rosseti South PJSC.

2.4. Note that the decision to recognize Kazakov A.I., a member of the Board of Directors, as an independent director is justified and motivated.

Voting results:

Krainski 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.	-	didn't vote	Ebzeev B.B.	-	FOR
Paramonova N.V.	-	FOR			

The resolution was carried.

3.1. In accordance with the assessment of the compliance of the member of the Board of Directors of the Company Nikitchanova Ekaterina Vladimirovna with the criteria for determining independence set out in Appendix 4 of the Rules and the recommendations of the HR and Remuneration Committee of the Board of Directors of Rosseti South PJSC (Minutes No. 144 dated 20.04.2023), to recognize E.V. Nikitchanova as an independent director despite the existence of formal criteria of association:

3.1.1. with a significant shareholder of the Company (sub-item 3 of item 5 of Appendix 4 to the Rules):

- Nikitchanova E.V. holds the position of a member of the Board of Directors in more than two legal entities under the control of the Russian Federation - an entity controlling a significant shareholder of the Company (Rosseti PJSC) - Rosseti South PJSC (indirect control), Publishing House "Higher School" JSC, Maxim Gorky Central Film Studio for Children and Youth JSC, St. Petersburg Documentary Film Studio JSC and Soviet Siberia JSC (direct control).

3.2. Note that no other criteria of association have been identified.

3.3. Recognize that such association with a significant shareholder of the Company is formal and does not affect independence of Nikitchanova E.V. in forming her position on the issues of the agenda of meetings of the Board of Directors of the Company, her ability to make objective, conscientious and independent from the influence of the executive bodies of Rosseti South PJSC, a significant shareholder, decisions based on the following:

3.3.1. Nikitchanova E.V. has no obligation to vote in accordance with the voting instructions and positions formed by a significant shareholder of the Company – Rosseti PJSC, as well as to vote in accordance with the directives or other position formed by the Russian Federation – the entity controlling the significant shareholder of the Company - Rosseti PJSC, since the Russian Federation exercises only indirect control over Rosseti South PJSC.

3.3.2. Nikitchanova E.V. was previously recognized by decisions of the Board of Directors of Rosseti South PJSC as an independent director (Minutes No. 461/2021 dated 24.12.2021, No. 493/2022 dated 05.08.2022), from October 2021 to July 2023 was a member of the Audit Committee of the Board of Directors of Rosseti South PJSC and takes active part in all meetings of the Board of Directors and the Audit Committee of the Board of Directors of the Company (100% participation).

3.3.3. Professional experience and competencies of Nikitchanova E.V., including in the field of corporate governance (audit of corporate governance of large and medium-sized Russian companies, creation and implementation of systems for remuneration and evaluation of the Board of Directors performance), participation in the RID research projects, including those carried out jointly with the Higher School of Economics and the Russian School of Economics, participation as a top manager of the RID in the development and implementation of its development strategy, participation in the development of regulatory legal acts of the Federal Security Service of Russia/Federal Financial Service of Russia and a number of draft laws, experience in interaction with government agencies (the State Duma of the Federal Assembly of the Russian Federation, the Ministry of Economic Development of Russia, the Federal Property Management Agency, the Bank of Russia, various expert and public organizations) indicate a deep understanding of the specifics of the work and management decision-making in the corporation.

The position of E.V. Nikitchanova as a member of the Board of Directors of the Company during 2021-2023 was independent of the opinion of the majority shareholder of the Company, other members of the Board of Directors of the Company, the position of the executive bodies of Rosseti South PJSC, based on a comprehensive study of materials on the agenda of meetings of the Board of Directors of the Company.

3.3.4. Nikitchanova E.V. is a member of the National Register of Professional Corporate Directors, a member of the Association of Managers of Russia.

3.4. Note that the decision to recognize Nikitchanova E.V., a member of the Board of Directors, as an independent director is justified and motivated.

Voting results:

Krainski D.V.	-	FOR	Klinkov O. Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Zarkhin V.Yu.	-	FOR	Nikitchanova E.V.	-	didn't vote
Korotkova M.V.	-	FOR	Tikhonova M.G.	-	FOR
Kazakov A.I.	-	FOR	Ebzeev B.B.	-	FOR
Paramonova N.V.	-	FOR			

The resolution was carried.

4.1. In accordance with the assessment of the compliance of the member of the Board of Directors of the Company Zarkhin Vitaly Yuryevich with the criteria for determining independence set out in Appendix 4 of the Rules and the recommendations of the HR and Remuneration Committee of the Board of Directors of Rosseti South PJSC (Minutes No. 144 dated 20.04.2023), to recognize V.Y. Zarkhin as an independent director despite the existence of formal criteria of association:

4.1.1. with the Company (sub-item 2 of item 4 of Appendix 4 to the Rules):

- Zarkhin V.Yu. holds the position of a member of the Board of Directors in organizations controlled by the entity controlling the Company (Rosseti PJSC) – Rosseti Center PJSC, Rosseti Center and Volga Region PJSC;

4.1.2. with a significant shareholder of the Company (sub-item 3 of item 5 of Appendix 4 to the Rules):

- Zarkhin V.Yu. holds the position of a member of the Board of Directors in more than two legal entities controlled by a significant shareholder of the Company (Rosseti PJSC), as well as under the indirect control of the Russian Federation - an entity controlling a significant shareholder of the Company - Rosseti South PJSC, Rosseti Center PJSC, Rosseti Center and Volga Region PJSC.

4.1.3. with a significant counterparty of the Company (sub-item 1 of item 6 of Appendix 4 to the Rules):

- Zarkhin V.Yu. holds the position of a member of the Board of Directors in Rosseti Center PJSC, Rosseti Center and Volga Region PJSC, which are controlled organizations of a significant counterparty of the Company - Rosseti PJSC, the amount of obligations under contracts with which exceeds 2% of the book value of the Company's consolidated assets as of 30.06.2023 and 2% of the Company's consolidated revenues (income) as of 31.12.2022.

4.2. Note that no other criteria of association have been identified.

4.3. Recognize that such association with the Company, with a significant shareholder of the Company and a significant counterparty of the Company is formal and does not affect the independence of Zarkhin V.Yu. in forming his position on the issues of the agenda of meetings of the Board of Directors of the Company, his ability to make objective, conscientious and independent from the influence of the executive bodies of Rosseti South PJSC, a significant shareholder and a significant counterparty of the Company, decisions based on the following:

4.3.1. Zarkhin V.Yu. was nominated as a candidate for the Board of Directors of Rosseti South PJSC by a shareholder who is not the controlling shareholder of the Company (Prosperity Fundamental Value Fund, the share of voting shares of the Company – 2.93%). This shareholder is not a significant shareholder of the Company, as well as a person affiliated with Rosseti PJSC and an entity controlled by Rosseti PJSC. Zarkhin V.Yu. is an active representative of minority shareholders.

4.3.2. Zarkhin V.Yu. has no obligation to vote in accordance with the voting instructions and positions formed by a significant shareholder of the Company – Rosseti PJSC, as well as to vote in accordance with the directives or other position formed by the Russian Federation – the entity controlling the significant shareholder of the Company - Rosseti PJSC, since the Russian Federation exercises only indirect control over Rosseti South PJSC.

4.3.3. Zarkhin V.Yu. was previously recognized by the decision of the Board of Directors of Rosseti South PJSC as an independent director (Minutes No. 493/2022 dated 05.08.2022), from July 2019 to July 2020 was a member of the Audit Committee of the Board of Directors of the Company, from July 2020 to June 2023 - a member of the HR and Remuneration Committee of the Board of Directors of the Company, from July 2020 to August 2022 - a member of the Committee for Grid Connection of the Board of Directors of the Company, from July 2020 - a member of the Reliability Committee of the Board of Directors of the Company, from July 2019 - a member of the Strategy Committee of the Board of Directors of the Company and actively participates in all meetings of the Board of Directors and Committees of the Company's Board of Directors (100% participation).

During the preparation for the meetings of the Board of Directors and the Committees of the Board of Directors of the Company, Zarkhin V.Yu. requests additional information and clarifications, in particular cases gives separate opinions, which indicates the independence, self-reliance and use exclusively of his professional experience and knowledge, as well as expert judgments when making decisions aimed at the long-term interests of the Company.

4.3.4. Zarkhin V.Yu. participates in the work of the Boards of Directors of energy complex companies, including as an independent director, from June 2019 to June 2021 and from June to November 2022 – in EL5-Energo PJSC (formerly Enel Russia PJSC), from June 2021 to June 2023 – in Rosseti Siberia PJSC, from May 2019 – in Rosseti Center PJSC and from June 2019 – in Rosseti Center and Volga Region PJSC.

Knowledge of the specifics of work in the energy industry allows him to make conscientious judgments on the essence of issues considered by the Board of Directors of the Company. His position as a member of the Board of Directors of the Company during 2019-2023 was independent of the opinion of the majority shareholder of the Company, other members of the Board of Directors of the Company, the position of the executive bodies of Rosseti South PJSC, based on a comprehensive study of materials on the agenda of meetings of the Board of Directors.

4.3.5. A significant counterparty of the Company does not and cannot influence both the decisions taken by Rosseti South PJSC and the financial and economic activities of Rosseti South PJSC, based on the fact that the agreements between the Company and Rosseti PJSC on the provision of a loan to the Company by the latter are concluded in order to attract intra-group debt financing at lower rates, than borrowing rates available at the time of conclusion of the agreement in credit institutions, and for a longer period than the available bank lending terms. Accordingly, Rosseti Center PJSC, Rosseti Center and Volga Region PJSC, being controlled entities by a significant counterparty of the Company - Rosseti PJSC, do not and cannot influence both the

decisions made by Rosseti South PJSC and the financial and economic activities of Rosseti South PJSC.

4.4. Note that the decision to recognize Zarkhin V.Yu., a member of the Board of Directors, as an independent director is justified and motivated.

Voting results:

Krainski D.V.	-	FOR	Klinkov O. Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Zarkhin V.Yu.	-	didn't vote	Nikitchanova E.V.	-	FOR
Korotkova M.V.	-	FOR	Tikhonova M.G.	-	FOR
Kazakov A.I.	-	FOR	Ebzeev B.B.	-	FOR
Paramonova N.V.	-	FOR			

The resolution was carried.

ISSUE NO. 4: On consideration of the report on the execution of the instructions of the Board of Directors of Rosseti South PJSC for Q2 2023.

RESOLUTION:

1. Take in consideration the report of the sole executive body of Rosseti South PJSC on the implementation in Q2 2023 of decisions taken at the meetings of the Board of Directors of Rosseti South PJSC according to Appendix 7 to this Resolution of the Board of Directors of the Company.

2. Instruct the General Director of Rosseti South PJSC to submit for consideration by the Board of Directors of the Company an annual report on the implementation of the Energy Saving and Energy Efficiency Program of Rosseti South PJSC within the framework of the report of the sole executive body of the Company on the implementation of decisions adopted at meetings of the Board of Directors of Rosseti South PJSC for Q1.

3. Recognize invalid:

3.1. Item 4 of the Resolution of the Board of Directors dated August 2, 2013 (Minutes No. 112/2013 dated August 5, 2013) on issue No. 24 "On consideration of the report of the General Director of the Company on the results of the implementation of the Energy Saving and Energy Efficiency Program of the Company for Q4 2012";

3.2. Item 3 of the Resolution of the Board of Directors of Rosseti South PJSC dated August 2, 2013 (Minutes No. 112/2013 dated August 5, 2013) on issue No. 28 "On consideration of the report of the General Director of the Company on the achieved results of the Company's measures to mobilize receivables based on the results of Q1 2013";

3.3. Item 2 of the Resolution of the Board of Directors of Rosseti South PJSC dated August 2, 2013 (Minutes No. 112/2013 dated August 5, 2013) on issue No. 32 "On approval of the program of measures to solve problematic issues preventing the reduction of the level of technological consumption (losses) of electric energy";

3.4. Item 2 of the Resolution of the Board of Directors of IDGC of the South JSC dated September 10, 2013 (Minutes No. 115/2013 dated September 13, 2013) on issue No. 10 "On consideration of the report of the General Director of the Company on the Implementation of the Annual Comprehensive Procurement Program (ACPP) of the Company based on the results of Q2 2013";

3.5. Item 3 of the Resolution of the Board of Directors of Rosseti South PJSC dated August 5, 2022 (Minutes No. 493/2022 of August 8, 2022) on issue No. 2 "On consideration of the report on the Implementation of the Program for the development of smart electricity metering in electric networks of Rosseti South PJSC for 2021".

Voting results:

Krainski 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

Paramonova N.V. - **FOR**
The resolution was carried.

ISSUE NO. 5: On consideration of the report on acquisition of electric power facilities, the approval of the acquisition of which is not required by the Board of Directors, for Q2 2023. RESOLUTION:

Take in consideration the report on the acquisition of electric power facilities, the approval of which by the Board of Directors is not required, for Q2 2023, in accordance with Appendix 8 to this Resolution of the Board of Directors of the Company.

Voting results:

Krainski 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
Paramonova N.V.	-	FOR			

The resolution was carried.

ISSUE NO. 6: On approval of the insurer of Rosseti South PJSC.

RESOLUTION:

Approve the following insurance organisation as the insurer of Rosseti South PJSC:

Type of insurance	Insurance company	Period of insurance
Insurance of civil liability for damage to life, health or property of third parties	SOGAZ JSC	from September 1, 2023 to April 21, 2027

Voting results:

Krainski D.V.	-	FOR	Klinkov O. Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Zarkhin V.Yu.	-	ABSTAIN	Nikitchanova E.V.	-	FOR
Korotkova M.V.	-	FOR	Tikhonova M.G.	-	FOR
Kazakov A.I.	-	FOR	Ebzeev B.B.	-	FOR
Paramonova N.V.	-	FOR			

The resolution was carried.

Chairman of the Board of Directors

D.V. Krainski

Board Secretary

E.N. Pavlova