

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

Rostov-on-Don

24.08.2023

№ 539/2023

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:** 25.08.2023**AGENDA**

1. *On approval of the concurrent service of the General Director, the Chairman of the Management Board of the Company in the management bodies of other organizations and other paid positions in other organizations.*
2. *On determining the position of Rosseti South PJSC (representatives of Rosseti South PJSC) on the agenda of the meeting of the Board of Directors of Recreation Center Energetik JSC "On the election of the General Director of Recreation Center Energetik JSC".*
3. *On determining the position of Rosseti South PJSC (representatives of Rosseti South PJSC) on the agenda of the meeting of the Board of Directors of VMES JSC "On the election of the General Director of VMES JSC".*
4. *On determining the position of Rosseti South PJSC (representatives of Rosseti South PJSC) on the agenda of the meeting of the Board of Directors of Energoservice of the South JSC "On the election of the General Director of Energoservice of the South JSC".*
5. *On review of the report on the implementation of the Procurement Plan of Rosseti South PJSC for 2022.*
6. *On spending funds on preparation and holding of the Annual General Meeting of Shareholders of Rosseti South PJSC.*
7. *On review of the proposals of the General Director of Rosseti South PJSC on the planned values of reliability and quality indicators of the services provided for the branch of Rosseti South PJSC - Volgogradenergo for each year within the long-term period of tariff regulation for 2024-2028.*
8. *On approval of the Decommissioning Plan for PCB-containing equipment for 2023-2024.*
9. *On the work of the Corporate Secretary of Rosseti South PJSC for 2022-2023 corporate year.*

ISSUE NO. 1: On approval of the concurrent service of the General Director, the Chairman of the Management Board of the Company in the management bodies of other organizations and other paid positions in other organizations.**RESOLUTION:**

Approve the concurrent service of Ebzeev Boris Borisovich, the General Director, the Chairman of the Management Board of Rosseti South PJSC, as a member of the Board of Directors of Energoservice of the South Joint-Stock Company.

Voting results:

Krainski D.V.	-	FOR	Klinkov O. Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K. Yu.	-	FOR

Zarkhin V.Yu. - FOR
Korotkova M.V. - FOR
Kazakov A.I. - FOR
Paramonova N.V. - FOR

Nikitchanova E.V. - FOR
Tikhonova M.G. - FOR
Ebzeev B.B. - FOR

The resolution was carried.

**ISSUE NO. 2: On determining the position of Rosseti South PJSC (representatives of Rosseti South PJSC) on the agenda of the meeting of the Board of Directors of Recreation Center Energetik JSC "On the election of the General Director of Recreation Center Energetik JSC".
RESOLUTION:**

Instruct the representatives of Rosseti South PJSC on the agenda of the meeting of the Board of Directors of Recreation Center Energetik JSC "On the election of the General Director of Recreation Center Energetik JSC" to vote FOR the adoption of the following decision:

"Elect Alexey Vitalievich Kuzin as the General Director of Energetik Recreation Center JSC for a new term from August 29, 2023 to August 28, 2026 inclusive".

Voting results:

Krainski D.V. - FOR
Dokuchaeva M.A. - FOR
Zarkhin V.Yu. - FOR
Korotkova M.V. - FOR
Kazakov A.I. - FOR
Paramonova N.V. - FOR

Klinkov O. Yu. - FOR
Kravchenko K.Yu. - FOR
Nikitchanova E.V. - FOR
Tikhonova M.G. - FOR
Ebzeev B.B. - FOR

The resolution was carried.

**ISSUE NO. 3: On determining the position of Rosseti South PJSC (representatives of Rosseti South PJSC) on the agenda of the meeting of the Board of Directors of VMES JSC "On the election of the General Director of VMES JSC".
RESOLUTION:**

Instruct the representatives of Rosseti South PJSC on the agenda of the meeting of the Board of Directors of VMES JSC "On the election of the General Director of VMES JSC" to vote FOR the adoption of the following decision:

"Elect Alexey Alexandrovich Rybin as the General Director of VMES JSC for a new term from August 29, 2023 to August 28, 2026 inclusive".

Voting results:

Krainski D.V. - FOR
Dokuchaeva M.A. - FOR
Zarkhin V.Yu. - FOR
Korotkova M.V. - FOR
Kazakov A.I. - FOR
Paramonova N.V. - FOR

Klinkov O. Yu. - FOR
Kravchenko K.Yu. - FOR
Nikitchanova E.V. - FOR
Tikhonova M.G. - FOR
Ebzeev B.B. - FOR

The resolution was carried.

**ISSUE NO. 4: On determining the position of Rosseti South PJSC (representatives of Rosseti South PJSC) on the agenda of the meeting of the Board of Directors of Energoservice of the South JSC "On the election of the General Director of Energoservice of the South JSC".
RESOLUTION:**

Instruct the representatives of Rosseti South PJSC on the agenda of the meeting of the Board of Directors of Energoservice of the South JSC "On the election of the General Director of Energoservice of the South JSC" to vote FOR the adoption of the following decision:

"Elect Dmitry Olegovich Zhuravlev as the General Director of Energoservice of the South JSC for a new term from August 29, 2023 to August 28, 2026 inclusive".

Voting results:

Krainski D.V. - FOR
Dokuchaeva M.A. - FOR

Klinkov O. Yu. - 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 review of the report on the implementation of the Procurement Plan of Rosseti South PJSC for 2022.

RESOLUTION:

Take in consideration the report on the implementation of the Procurement Plan of Rosseti South PJSC for 2022 in accordance with Appendix 1 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. 6: On spending funds on preparation and holding of the Annual General Meeting of Shareholders of Rosseti South PJSC.

RESOLUTION:

Take in consideration the report on spending funds on preparation and holding of the Annual General Meeting of Shareholders of Rosseti South PJSC in accordance with Appendix 2 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. 7: On review of the proposals of the General Director of Rosseti South PJSC on the planned values of reliability and quality indicators of the services provided by the branch of Rosseti South PJSC - Volgogradenergo for each year within the long-term period of tariff regulation for 2024-2028.

RESOLUTION:

Take in consideration the proposals of the General Director of Rosseti South PJSC on the planned values of reliability and quality indicators of the services provided by the branch of Rosseti South PJSC - Volgogradenergo for each year within the long-term period of tariff regulation for 2024-2028 in accordance with Appendix 3 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. 8: On approval of the Decommissioning Plan for PCB-containing equipment for 2023-2024.

RESOLUTION:

1. Approve the Decommissioning Plan for PCB-containing equipment of Rosseti South PJSC for 2023-2024 (hereinafter referred to as the Plan) in accordance with Appendix 4 to this Resolution of the Board of Directors of the Company.

2. Instruct the sole executive body of the Company to ensure:

2.1. Decommissioning of PCB-containing equipment in accordance with the Plan.

Deadline: no later than December 31, 2024.

2.2. Transfer of decommissioned PCB-containing equipment to licensed organizations for subsequent destruction in accordance with the Plan.

Deadline: within 11 months from the date of decommissioning of the equipment.

3. Consider invalid the decision of the Board of Directors of the Company dated December 25, 2017 (Minutes No. 252/2017 dated December 27, 2017) on issue No. 2 "On Approval of the Decommissioning Plan for PCB-containing equipment for 2018-2023".

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. 9: On the work of the Corporate Secretary of Rosseti South PJSC for 2022-2023 corporate year.

RESOLUTION:

1. Approve the report on the work of the Corporate Secretary of Rosseti South PJSC for the 2022-2023 corporate year in accordance with Appendix 5 to this Resolution of the Board of Directors of the Company.

2. Based on the results of the work during the reporting period, pay additional remuneration to the Corporate Secretary of Rosseti South PJSC, Elena Nikolaevna Pavlova, 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.	-	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.

Chairman of the Board of Directors

D.V. Krainski

Corporate Secretary

E.N. Pavlova