

PROTOCOL No. 25
of the Annual General Meeting of Shareholders
Of Public Joint Stock Company Rosseti South

Full corporate name	Public Joint-Stock Company Rosseti South (hereinafter referred to as “the Company”)
Location and address of the Company:	49 Bolshaya Sadovaya St., Rostov-on-Don, 344002
Type of general meeting of shareholders:	Annual
Form of the general meeting of shareholders:	Absentee voting
The date of determination (fixation) of the persons entitled to participate in the General Meeting:	May 22, 2022
Date of the General Meeting (end date of receipt of voting ballots):	June 16, 2022
Mailing addresses to which the completed voting ballots were sent:	PJSC Rosseti South, 49 Bolshaya Sadovaya St., Rostov-on-don, 344002, Russian Federation IRC-R.O.S.T. JSC (Company's registrar), bldg.18, block 5B, Stromynka St., Moscow, 107076, Russian Federation
The website address on the Internet, on which the electronic forms of the ballots were filled out:	https://lk.rrost.ru/
The date of the minutes drawing up:	June 16, 2022

The Annual General Meeting of Shareholders of the Public Joint Stock Company Rosseti South (Rosseti South PJSC) (hereinafter referred to as the Meeting) was held on the basis of decisions of the Board of Directors of the Company on March 05, 2022 (minutes of March 05, 2022 No. 469/2022), May 06, 2022 (minutes of May 06, 2022 No. 478/2022), May 11, 2022 (minutes of May 13, 2022 No. 479/2022) and May 18, 2022 (minutes of May 20, 2022 No. 481/2022).

In accordance with the resolution of the Board of Directors of the Company on May 11, 2022, the report of the Meeting was published on the Company's website on the Internet at: www.rosseti-yug.ru on May 16, 2022.

In accordance with clause 10.10 of Article 10 of the Company's Charter, the functions of the Meeting Chairman are carried out by Daniil Vladimirovich Krainskiy, the Chairman of the Company's Board of Directors.

In accordance with the resolution of the Board of Directors of the Company on May 06, 2022, the functions of the Secretary at the Meeting are performed by Pavlova Elena Nikolaevna, the Corporate Secretary of the Company.

In accordance with Article 56 of the Federal Law FZ-208, dated December 26, 1995, “On Joint-Stock Companies”, the functions of the Counting Commission are performed by the Registrar of the Company — the Joint-Stock Company “Independent Registrar Company R.O.S.T.”.

In accordance with Clause 3 of Article 67.1 of the Civil Code of the Russian Federation, within the framework of performing the functions of the counting commission, the Registrar

certifies the composition of participants and resolutions made at the General Meeting of Shareholders of the Company.

Location of the Registrar: Bldg. 18, block 5B, room IX, Stromynka St., Moscow, 107076.

Authorized person of the Registrar: Doronin Maxim Sergeevich by power of attorney dated December 29, 2021 No. 679.

In this minutes of the General Shareholders Meeting, the following term is used: Regulation of the Bank of Russia No. 660-P., dated November 16, 2018, "On General Meetings of Shareholders" — Regulation.

The protocol on the results of voting at the General Meeting of Shareholders of the Public Joint-Stock Company Rosseti South of June 16, 2022 is attached to this protocol.

THE AGENDA OF THE MEETING:

1. On approval of the annual report, annual accounting (financial) statements of the Company for 2021.
2. On distribution of the Company's profit (including the payment (declaration) of dividends) and losses based on 2021 results.
3. On election of members of the Company's Board of Directors.
4. On election of members of the Company's Internal Audit Commission.
5. On approval of the Company's auditor.
6. On approval of the new version of the Regulations on the Company's Audit Commission.

Quorum and voting results on issue No. 1 of the agenda:

On approval of the annual report, annual accounting (financial) statements of the Company for 2021.

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting, on this issue on the agenda of the general meeting	151 641 426 354 and 3 / 10
Number of votes received by voting shares of the Company on this item on the agenda of the general meeting, determined subject to provisions of paragraph 4.24 of the Regulations	151 641 426 354 and 3 / 10
Number of votes held by the persons who took part in the general meeting on this issue on the agenda of the general meeting	139 729 829 501
There was a QUORUM on this issue of the agenda	92.1448926%

Voting was conducted by ballot No. 1.

Voting options	Number of votes given for each voting option	% of meeting attendees
"PRO"	139 724 231 750	99.9959939
"AGAINST"	5 020 394	0.0035929
"ABSTAINED"	469,210	0.0003358
Number of votes not counted due to invalidation of ballots or other reasons provided for by the Regulations		
"Invalid"	108,147	0.0000774
"On other grounds"	0	0.0000000
TOTAL:	139 729 829 501	100.0000000

DECISION:

Approve the annual report, annual accounting (financial) statements of the Company for 2021 according to the annexes posted on the official website of the Company at the following link <https://rosseti-yug.ru/aktsioneru-investoru/gosa-16-06-2022/>.

THE RESOLUTION WAS CARRIED.

Quorum and voting results on issue No. 2 of the agenda:

On the distribution of the Company's profit (including the payment (declaration) of dividends) and losses based on 2021 results.

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting, on this issue on the agenda of the general meeting	151 641 426 354 and 3 / 10
Number of votes received by voting shares of the Company on this item on the agenda of the general meeting, determined subject to provisions of paragraph 4.24 of the Regulations	151 641 426 354 and 3 / 10
Number of votes held by the persons who took part in the general meeting on this issue on the agenda of the general meeting	139 729 829 501
There was a QUORUM on this issue of the agenda	92.1448926%

Voting was conducted by ballot No. 1.

Voting options	Number of votes given for each voting option	% of meeting attendees
"PRO"	127 572 695 505	91.2995428
"AGAINST"	1 491 154 059	1.0671695
"ABSTAINED"	10 665 979 937	7.6332877
Number of votes not counted due to invalidation of ballots or other reasons provided for by the Regulations		
"Invalid"	0	0.0000000
"On other grounds"	0	0.0000000
TOTAL:	139 729 829 501	100.0000000

DECISION:

1. Approve the following distribution of profit (losses) of the Company for the 2021 reporting year:

Index name	(RUB, thousand)
Retained profit (uncovered loss) of the reporting period:	2 068 388
Allocate to: Reserve Fund	103,420
Development profit	1 964 968
Dividends	0
Repayment of losses from previous years	0

2. Pass dividends on ordinary shares of the Company at year-end 2021.

THE RESOLUTION WAS CARRIED.

Quorum and voting results on issue No. 3 of the agenda:

On election of members of the Company's Board of Directors.

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting, on this issue on the agenda of the general meeting	1 668 055 689 897 and 3/10
Number of votes accounted for by voting shares of the Company on this issue of the general meeting agenda, determined subject to the provisions of paragraph 4.24 of the Regulations	1 668 055 689 897 and 3/10
Number of votes held by the persons who took part in the general meeting on this issue of the general meeting agenda	1 537 028 124 511
There was a QUORUM on this issue of the agenda	92.1448926%

Voting was conducted by ballot No. 2.

No	Full name and position (at the time of the candidate nomination)	Number of votes given for each voting option
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“PRO” – distribution of votes by candidates		
1	Zarkhin Vitaly Yurievich, not working	133 506 459 810
2	Aljushenko Igor Dmitrievich — Deputy Chief Engineer — Head Dispatcher, PJSC Rosseti	3 837 407
3	Dokuchaeva Maria Alexandrovna, Chief Advisor, Rosseti PJSC	140 319 815 649
4	Aleksandr Ivanovich Kazakov	140 319 786 532
5	Klinkov Oleg Yurievich — Director of Customer Communication — Head of the Technological Development Department, Rosseti PJSC	140 317 471 895
6	Korotkova Maria Vyacheslavna - Head of Business Development, Technoinnovation LLC	140 330 301 896
7	Kravchenko Konstantin Yurievich - Acting Deputy General Director for Digital Transformation, Rosseti PJSC	140 316 881 378
8	Krainsky Daniil Vladimirovich — Deputy Director General for Legal Support, Rosseti PJSC	140 317 068 303
9	Nikitchanova Ekaterina Vladimirovna — Deputy Director, Head of the Non-Commercial Partnership Russian Institute of Directors	140 324 745 606
10	Polinov Alexey Alexandrovich - Acting Deputy General Director for Economics and Finance, Rosseti PJSC	140 346 899 733
11	Tikhonova Maria Gennadievna - Deputy General Director for Corporate Governance, Rosseti PJSC	140 317 634 188
12	Ebzeev Boris Borisovich — Director General of PJCS Rosseti South, acting Director General, PJSC Rosseti Kuban	140 425 946 424
"AGAINST"		66 629 101
"ABSTAINED"		70 586 153
Number of votes not counted due to invalidation of ballots or other reasons provided for by the Regulations		
“Invalid”		29 144 027
“On other grounds”		14 916 409
TOTAL:		1 537 028 124 511

RESOLUTION:

Elect the Company's Board of Directors the composed of:

1. Zarkhin Vitaly Yurievich, not working.
2. Dokuchaeva Maria Alexandrovna, Chief Advisor, Rosseti PJSC
3. Kazakov Aleksandr Ivanovich.
4. Klinkov Oleg Yurievich — Director of Customer Communication — Head of the Technological Development Department, PJSC Rosseti.
5. Korotkova Maria Vyacheslavna — Head of Business Development of “Tekhnoinnovatsiya” LLC.
6. Kravchenko Konstantin Yurievich - Acting Deputy General Director for Digital Transformation of Rosseti PJSC
7. Krainsky Daniil Vladimirovich - Deputy Director General for Legal Support, PJSC Rosseti.
8. Nikitchanova Ekaterina Vladimirovna — Deputy Director, Head of the Non-Commercial Partnership Russian Institute of Directors.
9. Polinov Alexey Alexandrovich - Acting Deputy General Director for Economics and Finance, Rosseti PJSC.
10. Tikhonova Maria Gennadievna - Deputy General Director for Corporate Governance, Rosseti PJSC
11. Ebzeev Boris Borisovich — Director General of PJCS Rosseti South, acting Director General, PJSC Rosseti Kuban.

THE RESOLUTION WAS CARRIED.

Quorum and voting results on issue No. 4 of the agenda:

On election of members of the Company's Internal Audit Commission.

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting, on this issue on the agenda of the general meeting	151 641 426 354 and 3 / 10
Number of votes accounted for by voting shares of the Company on this issue of the general meeting agenda, determined subject to the provisions of paragraph 4.24 of the Regulations	151 641 189 721 and 3 / 10
Number of votes held by the persons who took part in the general meeting on this issue of the general meeting agenda	139 729 829 501
There was a QORUM on this item	92.1450364%

Voting was carried out by ballot No. 1.

Distribution of votes

No.	Full name of candidate	Number of votes given for each voting option				Number of votes not counted due to invalidation of ballots or other reasons provided for by the Regulations	
		"PRO"	%*	"CON"	"ABSTAINED"	"Invalid"	"On other grounds"
1	Kovaleva Svetlana Nikolaevna - Director for Internal Audit - Head of the Internal Audit Department, Rosseti PJSC	129 058 553 989	92.362	5 320 394	10 661 636 544	4 318 574	0
2	Tsarkov Viktor Vladimirovich - First Deputy Chief of the Internal Audit Department, Rosseti PJSC	129 058 933 586	92.363	4 326 647	10 661 633 342	4 935 926	0
3	Trishina Svetlana Mikhailovna - Deputy Head of the Internal Audit Department - Head of the Corporate Audit and Control Directorate of the Subsidiary office of the Internal Audit Department, Rosseti PJSC	129 055 579 733	92.360	7 681 362	10 661 636 544	4 931 862	0

4	Andriasova Gayane Robertovna - Deputy Head of the Corporate Audit and Control Directorate of the Subsidiary Office of the Internal Audit Department of Rosseti PJSC	129 055 574 903	92.360	7 856 029	10 661 637 528	4 761 041	0
5	Artem Nikolaevich Kirillov - Chief Expert of the Department of Internal Control Systems and Risk Management of the Department of Internal Control and Risk Management of Rosseti PJSC	129 058 396 341	92.362	4 326 647	10 661 633 342	5 473 171	0

* - percentage of attendees

RESOLUTION:

Elect the Company's Internal Audit Commission:

1. Kovaleva Svetlana Nikolaevna - Director for Internal Audit - Head of the Internal Audit Department, Rosseti PJSC.

2. Tsarkov Viktor Vladimirovich - First Deputy Chief of the Internal Audit Department, Rosseti PJSC.

3. Trishina Svetlana Mikhailovna - Deputy Head of the Internal Audit Department - Head of the Corporate Audit and Control Directorate of the Subsidiary office of the Internal Audit Department, Rosseti PJSC.

4. Andriasova Gayane Robertovna - Deputy Head of the Corporate Audit and Control Directorate of the Subsidiary Office of the Internal Audit Department of Rosseti PJSC

5. Artem Nikolaevich Kirillov - Chief Expert of the Department of Internal Control Systems and Risk Management of the Department of Internal Control and Risk Management of Rosseti PJSC

THE RESOLUTION WAS CARRIED.

Quorum and voting results on issue No. 5 of the agenda:

On approval of the Company's auditor.

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting, on this issue on the agenda of the general meeting	151 641 426 354 and 3 / 10
Number of votes accounted for by voting shares of the Company on this issue of the general meeting agenda, determined subject to the provisions of paragraph 4.24 of the Regulations	151 641 426 354 and 3 / 10
Number of votes held by the persons who took part in the general meeting on this issue of the general meeting agenda	139 729 829 501
There was a QUORUM on this issue of the agenda	92.1448926%

Voting was conducted by ballot No. 1.

Voting options	Number of votes given for each voting option	% of meeting attendees
"PRO"	129 063 845 714	92.3667095
"AGAINST"	3 780 000	0.0027052
"ABSTAINED"	10 661 662 954	7.6301982

Number of votes not counted due to invalidation of ballots or other reasons provided for by the Regulations		
"Invalid"	540,833	0.0003871
"On other grounds"	0	0.0000000
TOTAL:	139 729 829 501	100.0000000

DECISION:

Approve the association of auditors (collective participant) as part of CATR - Auditing Services LLC (leader of the collective participant) (TIN 7709383532) (former name - Ernst & Young LLC) and Auditing Company DELOVOY PROFILE JSC (TIN 7735073914) (member of the collective participant) as the auditor of Rosseti South PJSC.

THE RESOLUTION WAS CARRIED.

Quorum and voting results on issue No. 6 of the agenda:

On approval of the new version of the Regulations on the Company's Audit Commission.

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting, on this issue on the agenda of the general meeting	151 641 426 354 and 3 / 10
Number of votes accounted for by voting shares of the Company on this issue of the general meeting agenda, determined subject to the provisions of paragraph 4.24 of the Regulations	151 641 426 354 and 3 / 10
Number of votes held by the persons who took part in the general meeting on this issue of the general meeting agenda	139 729 829 501
There was a QUORUM on this issue of the agenda	92.1448926%

Voting was conducted by ballot No. 3.

Voting options	Number of votes given for each voting option	% of meeting attendees
"PRO"	129 060 786 173	92.3645199
"AGAINST"	10 660 979 348	7.6297090
"ABSTAINED"	7 773 980	0.0055636
Number of votes not counted due to invalidation of ballots or other reasons provided for by the Regulations		
"Invalid"	0	0.0000000
"On other grounds"	290,000	0.0002075
TOTAL:	139 729 829 501	100.0000000

DECISION:

Approve the Regulations on the Audit Commission of PJSC Rosseti South in a new edition in accordance with the appendix posted on the official website of the Company: <https://rosseti-yug.ru/aktsioneru-investoru/gosa-16-06-2022/>.

THE RESOLUTION WAS CARRIED.

**Presiding
at the Meeting**

D.V. Krainskiy

Secretary of the Meeting

E.N. Pavlova