

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

Rostov-on-Don

18.10.2022

№ 501/2022

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: 20.10.2022.

AGENDA

1. *On termination of the Company's participation in FGC UES PJSC.*

ITEM NO.1: On termination of the Company's participation in FGC UES PJSC.

DECIDED TO:

1. Determine the price of the transaction related to the termination of the participation of Rosseti South PJSC in FGC UES PJSC by submitting a call for the redemption of shares of FGC UES PJSC in accordance with Art. 75 of the Federal Law of 26.12.1995 No. 208-FZ "On Joint Stock Companies" in the amount of the redemption price determined by the decision of the Board of Directors of FGC UES PJSC - 0.0904 (Zero whole nine hundred four ten thousandth) rubles per ordinary share.

2. Approve the termination of the participation of Rosseti South PJSC in FGC UES PJSC on the following conditions:

- category, type, nominal value of the shares of Rosseti South PJSC disposed by FGC UES PJSC: ordinary shares, state registration number of issue 1-01-65018-D, each with a nominal value of 50 (fifty) kopecks;

- number of shares of FGC UES PJSC disposed by Rosseti South PJSC, share in the authorized capital of FGC UES PJSC: 10,872,380 (ten million eight hundred seventy two thousand three hundred eighty), which is 0.000853% of the authorized capital of FGC UES PJSC;

- method of disposal of shares of FGC UES PJSC: by submitting a call for redemption of shares of FGC UES PJSC in accordance with Art. 75 of the Federal Law of 26.12.1995 No. 208-FZ "On Joint Stock Companies" at the redemption price determined by the decision of the Board of Directors of FGC UES PJSC in the amount of 0.0904 (Zero whole nine hundred and four thousand) rubles per one ordinary share;

- procedure (term) for payment of shares of FGC UES PJSC: in cash on the terms and within the terms stipulated by the legislation of the Russian Federation.

3. Amend the register of non-core assets of Rosseti South PJSC as of 31.12.2021 in accordance with the Annex to this decision of the Company's Board of Directors.

Result of the vote:

D.V. Krainskiy	-	"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"

A.A. Polinov - "FOR"

B.B. Ebzeev - "FOR"

The resolution was adopted.

Chairman of the Board of Directors

D.V. Krainsky

Corporate Secretary

E.N. Pavlova