

MINUTES
of the Board meeting of ROSSETI South, PJSC

Rostov-on-Don

18.07.2023

№ 534/2023

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:** 21.07.2023**AGENDA**

- 1. On consideration of the report on the implementation of the business plan of Rosseti South PJSC for 2022.*
- 2. On consideration of the reports on implementation of the RAS and IFRS consolidated business plans of the Rosseti South Group for 2022;*
- 3. On determining the position of PJSC Rosseti South (representatives of Rosseti South, PJSC) on the issue on the agenda of the meeting of the Board of Directors "On consideration of the report on the implementation of the business plan of VMES JSC for 2022".*
- 4. On approval of the List of entities to place temporarily free cash and the formula for calculating limits for temporarily free cash of PJSC Rosseti South.*
- 5. On consideration of the report on acquisition of electric power facilities whose acquisition needs no approval by the Board of Directors for the Q1 2023.*
- 6. On approval of the result report on the investment program of Rosseti South PJSC for 2022.*

ISSUE NO. 1: On review of the report on the execution of PJSC ROSSETI South business plan for 2022.**RESOLUTION:**

- To take note of the report on the execution of PJSC Rosseti South business plan for 2022 according to Appendix 1 to this Resolution of the Company's Board of Directors.
- To instruct the General Director of Rosseti South PJSC to develop and approve a detailed action plan for picking up power grid assets of LGOs that are losing their status.

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"
N.V. Paramonova	-	"IN FAVOR"			

The resolution was approved.**ISSUE № 2: On consideration of the reports on implementation of the RAS and IFRS consolidated business plans of the Rosseti South Group for 2022;**

RESOLUTION:

To take into consideration the reports on the execution of the consolidated business plans based on the principles of RAS and the business plans consolidated on the principles of IFRS of the Rosseti South Group of Companies for 2022 in accordance with Appendices 2, 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.	-	"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"
N.V. Paramonova	-	"IN FAVOR"			

The resolution was approved.

ISSUE № 3: On determining the position of PJSC Rosseti South (representatives of Rosseti South, PJSC) on the issue on the agenda of the meeting of the Board of Directors "On consideration of the report on the implementation of the business plan of VMES JSC for 2022".

RESOLUTION:

To instruct the representatives of Rosseti South PJSC, on the issue on the agenda of the meeting of the Board of Directors of VMES JSC "On consideration of the report on the implementation of the business plan of VMES JSC for 2022" to vote "IN FAVOR" for adoption of the following decision:

"To take into consideration the report on the implementation of the business plan of VMES JSC for 2022 in accordance with the Appendix 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.	-	"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"
N.V. Paramonova	-	"IN FAVOR"			

The resolution was approved.

ISSUE NO. 4: On approval of the List of entities to place temporarily free cash and the formula for calculating limits for temporarily free cash of PJSC Rosseti South.

RESOLUTION:

1. To approve the List of entities to place temporarily free cash and the formula for calculating limits for temporarily free cash of Rosseti South PJSC according to Appendix 4 to this resolution of the Board of Directors of the Company.

2. To deem the List of entities to place temporarily free cash and the formula for calculating limits for temporarily free cash of PJSC Rosseti South, approved by resolution of the Board of Directors of the Company on April 20, 2023 (Minutes No. 520/2023 dated April 21, 2023), to be no longer valid.

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"
N.V. Paramonova - "IN FAVOR"

The resolution was approved.

ISSUE № 5: On consideration of the report on acquisition of electric power facilities whose acquisition needs no approval by the Board of Directors for the Q1 2023.

RESOLUTION:

Take into consideration the report on the acquisition of electric power facilities, the approval of which by the Board of Directors is not required, for the Q1 2023, in accordance with 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.	-	"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"
N.V. Paramonova	-	"IN FAVOR"			

The resolution was approved.

ISSUE № 6: On approval of the result report on the investment program of Rosseti South PJSC for 2022.

RESOLUTION:

1. Take into consideration the report on the results of the implementation of the investment program of Rosseti South PJSC for 2022 in accordance with Appendix 6 to this Resolution of the Board of Directors of the Company.

2. When developing and finalizing the draft investment program, instruct the sole executive body of the Company to ensure that the results of the implementation of the investment program for the previous period are taken into account, as well as events that entail the need to be reflected in the investment program: conclusion of a technological connection agreement, signing of a Facility reconstruction agreement, the presence of emergency situations, etc.

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"
N.V. Paramonova	-	"IN FAVOR"			

The resolution was approved.

Chairman of the Board of Directors

D.V. Krainski

Corporate Secretary

E.N. Pavlova