

MINUTES
of the Board meeting of ROSSETI South, PJSC

Rostov-on-Don

29.06.2023

№ 531/2023

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:30.06.2023

AGENDA

1. On approval of the Regulations on remuneration and material incentives for top managers of Rosseti South PJSC

ISSUE NO. 1: Approval of the Regulations on remuneration and financial incentives for top managers of Rosseti South PJSC

RESOLUTION:

1. Approve from June 29, 2023:

1.1. Regulations on remuneration and material incentives for top managers of Rosseti South PJSC in accordance with Appendix 1 to this decision of the Board of Directors of the Company;

1.2. The list of positions included in the category of top managers of the Company, in accordance with Appendix 2 to this decision of the Board of Directors of the Company.

2. Annual bonuses to top managers of Rosseti South PJSC for 2022 (for the results of meeting KPIs, additional and special bonuses) shall be carried out in accordance with the list of positions in force in 2022 that are included in the category of top managers of Rosseti South PJSC, approved by the decision of the Council Directors of the Company on July 29, 2022 (minutes dated July 29, 2022 No. 492/2022), Regulations on material incentives and social package for the top managers of IDGC of the South, JSC, approved by the decision of the Board of Directors of the Company on June 14, 2011 (minutes dated June 16, 2011 No. 67/2011) and the top managers' salary in force in 2022.

3. Recognize as invalid from June 29, 2023:

3.1. Regulations on financial incentives and social package for the Top Managers of IDGC of the South, JSC, approved by the decision of the Board of Directors of the Company on June 14, 2011 (Minutes No. 67/2011 dated June 16, 2011);

3.2. The list of positions included in the category of top managers of Rosseti South PJSC, approved by the decision of the Board of Directors of the Company on July 29, 2022 (Minutes No. 492/2022 dated July 29, 2022).

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