**MINUTES**

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

Rostov-on-Don

23.05.2022 № 482/2022

**Meeting format:** in absentia (by poll)

**Members of the Board of Directors who participated in the absentee voting:** D.V. Krainsky (Chairman), I.D. Alyushenko, P.V. Grebtsov, V.Yu. Zarkhin, A.I. Kazakov, O.Yu. Klinkov, M.V.Korotkova, M.V.Nikitchanova, A.A. Polinov, E.V.Prokhorov and 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:** 26.05.2022.

**AGENDA**

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| 1. 1. On approval of the Business Plans of the Rosseti South Group for 2022 and forecast indicators for 2023-2026 consolidated on the RAS and IFRS principles.
 |
| 1. On determination of the position of Rosseti South PJSC (representatives of Rosseti South PJSC) concerning the agenda of the meeting of the Board of Directors of VMES JSC "On approval of the Business Plan of VMES JSC for 2022 and expected indicators for 2023-2026".
 |
| 1. On approval of the preferred risk (risk appetite) of Rosseti South PJSC .
 |
| 1. On implementation of the Program of innovative development of Rosseti South PJSC for 2021.
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**Item No.1: On approval of the Business Plans of the Rosseti South Group for 2022 and forecast indicators for 2023-2026 consolidated on the RAS and IFRS principles.**

**DECISION:**

Approve the Business Plans of the Rosseti South Group for 2022 and take in consideration the forecast indicators for 2023-2026 consolidated on the RAS and IFRS principles in accordance with Anneces 1 and 2 to this Decision of the Company's Board of Directors.

**Result of the vote:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| D.V. Krainsky | **-** | **"FOR"** | M.V. Korotkova | **-** | **"FOR"** |
| I. D. Alyushenko | **-** | **"FOR"** | E.V. Nikitchanova | **-** | **"FOR"** |
| P.V. Grebtsov | **-** | **"FOR"** | E.V. Prokhorov  | **-** | **"FOR"** |
| V.Yu. Zarkhin | **-** | **"AGAINST"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** | A.A. Polinov | **-** | **"FOR"** |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No. 2: On determination of the position of Rosseti South PJSC (representatives of Rosseti South PJSC) concerning the agenda of the meeting of the Board of Directors of VMES JSC "On approval of the Business Plan of VMES JSC for 2022 and expected indicators for 2023-2026".**

**DECISION:**

Instruct the representatives of Rosseti South PJSC in the Board of Directors of VMES JSC on the agenda item "On approval of the VMES JSC business plan for 2022 and forecast indicators for 2023-2026" to vote FOR the adoption of the following decision:

"Approve the business plan of VMES JSC for 2022 and take in consideration the forecast indicators for 2023-2026 in accordance with Annex to this Decision of the Company's Board of Directors".

**Result of the vote:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| D.V. Krainsky | **-** | **"FOR"** | M.V. Korotkova | **-** | **"FOR"** |
| I. D. Alyushenko | **-** | **"FOR"** | E.V. Nikitchanova | **-** | **"FOR"** |
| P.V. Grebtsov | **-** | **"FOR"** | E.V. Prokhorov  | **-** | **"FOR"** |
| V.Yu. Zarkhin | **-** | **"AGAINST"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** | A.A. Polinov | **-** | **"FOR"** |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No. 3: On approval of the preferred risk (risk appetite) of Rosseti South PJSC .**

**DECISION:**

Approve the preferred risk (risk appetite) of Rosseti South PJSC in accordance with Appendix 3 to this decision of the Company's Board of Directors.

**Result of the vote:**

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| --- | --- | --- | --- | --- | --- |
| D.V. Krainsky | **-** | **"FOR"** | M.V. Korotkova | **-** | **"FOR"** |
| I. D. Alyushenko | **-** | **"FOR"** | E.V. Nikitchanova | **-** | **"FOR"** |
| P.V. Grebtsov | **-** | **"FOR"** | E.V. Prokhorov  | **-** | **"FOR"** |
| V.Yu. Zarkhin | **-** | **"ABSTAINED"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** | A.A. Polinov | **-** | **"FOR"** |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No.4: On implementation of the Program of innovative development of Rosseti South PJSC for 2021.**

**DECISION:**

Approve the report on implementation of the Program of innovative development of Rosseti South PJSC for 2021 in accordance with Annex 4 to this Decision of the Company's Board of Directors.

**Result of the vote:**

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| --- | --- | --- | --- | --- | --- |
| D.V. Krainsky | **-** | **"FOR"** | M.V. Korotkova | **-** | **"FOR"** |
| I. D. Alyushenko | **-** | **"FOR"** | E.V. Nikitchanova | **-** | **"FOR"** |
| P.V. Grebtsov | **-** | **"FOR"** | E.V. Prokhorov  | **-** | **"FOR"** |
| V.Yu. Zarkhin | **-** | **"ABSTAINED"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** | A.A. Polinov | **-** | **"FOR"** |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

|  |  |  |
| --- | --- | --- |
| **Chairman of the Board of Directors** |  | **D.V. Krainsky** |
| **Corporate Secretary** | **E.N. Pavlova**  |