

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

Rostov-on-Don

28.12.2022

No. 508/2022

**Form of the meeting:** absentee (by poll)**Members of the Board of Directors who participated in the absentee voting:** Krainskiy 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., Ebseev B.B.**Persons who did not submit polling sheets and did not participate in the voting:** no.**A quorum is present.****Date of the minutes:** 29.12.2022.

**AGENDA**

1. *On approval of the Procurement Plan of PJSC Rosseti South for 2023.*
2. *On approval of the Insurance Coverage Program of PJSC Rosseti South for 2023.*
3. *On approval of the insurer of PJSC Rosseti South.*
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 tentative approval of the agreement on amendments to the collective agreement of PJSC Rosseti South for 2019-2021 and the collective agreement of PJSC Rosseti South for 2023-2025.*
6. *Approval of the credit plan of PJSC Rosseti South for Q1 2023.*
7. *On determining the position of PJSC Rosseti South (representatives of PJSC Rosseti South) on the issue on the agenda of the meeting of the Board of Directors of JSC VMES "On the approval of the loan plan of JSC VMES for the Q1 2023".*
8. *On determining the position of PJSC Rosseti South (representatives of PJSC Rosseti South) on the issue on the agenda of the meeting of the Board of Directors of JSC VMES "On approval of the target values of the key performance indicators (KPIs) of the General Director of JSC VMES for 2022".*

**ISSUE NO. 1: On approval of the Procurement Plan of PJSC Rosseti South for 2023.****RESOLUTION:**

To approve the Procurement Plan of PJSC Rosseti South for 2023 in accordance with Appendix 1 to this resolution of the Board of Directors of the Company.

**Voting results:**

Krainski D.V.	-	"FOR"	Klinkov O. Yu.	-	"FOR"
Dokuchaeva M.A.	-	"FOR"	Kravchenko K.Yu.	-	"FOR"
Zarkhin V.Yu.	-	"ABSTAINED"	Nikitchanova E.V.	-	"FOR"
Korotkova M.V.	-	"FOR"	Tikhonova M.G.	-	"FOR"
Kazakov A.I.	-	"FOR"	Ebseev B.B.	-	"FOR"
Polinov A.A.	-	"FOR"			

**Resolution passed.****ISSUE NO. 2: On approval of the Insurance Coverage Program of PJSC Rosseti South for 2023.****RESOLUTION:**

To approve the Insurance Coverage Program of PJSC Rosseti South for 2023 in accordance with Appendix 2 to this resolution of the Board of Directors of the Company.

**Voting results:**

Krainski D.V.	-	"FOR"	Klinkov O. Yu.	-	"FOR"
Dokuchaeva M.A.	-	"FOR"	Kravchenko K.Yu.	-	"FOR"
Zarkhin V.Yu.	-	"ABSTAINED"	Nikitchanova E.V.	-	"FOR"
Korotkova M.V.	-	"FOR"	Tikhonova M.G.	-	"FOR"
Kazakov A.I.	-	"FOR"	Ebseev B.B.	-	"FOR"
Polinov A.A.	-	"FOR"			

**Resolution passed.**

**ISSUE NO. 3: On approval of the insurer of PJSC Rosseti South.**

**RESOLUTION:**

To approve the following insurance organisation as the insurer of PJSC Rosseti South:

Type of insurance	Insurance company	Period of insurance
Voluntary motor vehicle insurance (CASCO)	PJSC IC Rosgosstrakh	from 1 January 2023. to 31 December 2023.

**Voting results:**

Krainski D.V.	-	"FOR"	Klinkov O. Yu.	-	"FOR"
Dokuchaeva M.A.	-	"FOR"	Kravchenko K.Yu.	-	"FOR"
Zarkhin V.Yu.	-	"ABSTAINED"	Nikitchanova E.V.	-	"FOR"
Korotkova M.V.	-	"FOR"	Tikhonova M.G.	-	"FOR"
Kazakov A.I.	-	"FOR"	Ebseev B.B.	-	"FOR"
Polinov A.A.	-	"FOR"			

**Resolution passed.**

**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 PJSC Rosseti South according to Appendix 3 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 06 June 2022 (Minutes No. 485/2022 dated 09 June 2022), to be no longer valid.

**Voting results:**

Krainski D.V.	-	"FOR"	Klinkov O. Yu.	-	"FOR"
Dokuchaeva M.A.	-	"FOR"	Kravchenko K.Yu.	-	"FOR"
Zarkhin V.Yu.	-	"FOR"	Nikitchanova E.V.	-	"FOR"
Korotkova M.V.	-	"FOR"	Tikhonova M.G.	-	"FOR"
Kazakov A.I.	-	"FOR"	Ebseev B.B.	-	"FOR"
Polinov A.A.	-	"FOR"			

**Resolution passed.**

**ISSUE NO. 5: On tentative approval of the agreement on amendments to the collective agreement of PJSC Rosseti South for 2019-2021 and the collective agreement of PJSC Rosseti South for 2023-2025.**

**RESOLUTION:**

1. To approve the agreement on amendments to the collective agreement of PJSC Rosseti South for 2019-2021 according to Appendix 4 to the resolution of the Board of Directors of the Company.

2. To approve the collective agreement of PJSC Rosseti South for 2023-2025 according to Appendix 5 to the resolution of the Board of Directors of the Company.

**Voting results:**

Krainski D.V.	-	"FOR"	Klinkov O. Yu.	-	"FOR"
Dokuchaeva M.A.	-	"FOR"	Kravchenko K.Yu.	-	"FOR"
Zarkhin V.Yu.	-	"FOR"	Nikitchanova E.V.	-	"FOR"
Korotkova M.V.	-	"FOR"	Tikhonova M.G.	-	"FOR"
Kazakov A.I.	-	"FOR"	Ebseev B.B.	-	"FOR"
Polinov A.A.	-	"FOR"			

**Resolution passed.**

**ISSUE NO. 6: On approval of the credit plan of PJSC Rosseti South for Q1 2023.**

**RESOLUTION:**

To approve the credit plan of PJSC Rosseti South for 1Q 2023 according to Appendix 6 to this resolution of the Board of Directors of the Company.

**Voting results:**

Krainski D.V.	-	"FOR"	Klinkov O. Yu.	-	"FOR"
Dokuchaeva M.A.	-	"FOR"	Kravchenko K.Yu.	-	"FOR"
Zarkhin V.Yu.	-	"FOR"	Nikitchanova E.V.	-	"FOR"
Korotkova M.V.	-	"FOR"	Tikhonova M.G.	-	"FOR"
Kazakov A.I.	-	"FOR"	Ebseev B.B.	-	"FOR"
Polinov A.A.	-	"FOR"			

**Resolution passed.**

**ISSUE NO. 7: On determining the position of PJSC Rosseti South (representatives of PJSC Rosseti South) on the issue on the agenda of the meeting of the Board of Directors of JSC VMES "On the approval of the loan plan of JSC VMES for the Q1 2023".**

**RESOLUTION:**

To instruct the representatives of PJSC Rosseti South on the issue on the agenda of the meeting of the Board of Directors of JSC VMES "On the approval of the loan plan of JSC VMES for the Q1 2023", to vote "FOR" the adoption of the following resolution:

"To approve the credit plan of JSC VMES for 1Q 2023 according to Appendix 6 to this resolution of the Board of Directors of the Company".

**Voting results:**

Krainski D.V.	-	"FOR"	Klinkov O. Yu.	-	"FOR"
Dokuchaeva M.A.	-	"FOR"	Kravchenko K.Yu.	-	"FOR"
Zarkhin V.Yu.	-	"ABSTAINED"	Nikitchanova E.V.	-	"FOR"
Korotkova M.V.	-	"FOR"	Tikhonova M.G.	-	"FOR"
Kazakov A.I.	-	"FOR"	Ebseev B.B.	-	"FOR"
Polinov A.A.	-	"FOR"			

**Resolution passed.**

**ISSUE NO. 8: On determining the position of PJSC Rosseti South (representatives of PJSC Rosseti South) on the issue on the agenda of the meeting of the Board of Directors of JSC VMES "On approval of the target values of the key performance indicators (KPIs) of the General Director of JSC VMES for 2022".**

**RESOLUTION:**

To instruct the representatives of PJSC Rosseti South to the Board of Directors of JSC VMES on the issue on the agenda of the meeting of the Board of Directors of JSC VMES "On approval of the target values of the key performance indicators (KPIs) of the General Director of JSC VMES for 2022", to vote "FOR" the adoption of the following resolution:

"To approve the target values of the key performance indicators (KPIs) of the General Director of JSC VMES for 2022 according to the appendix to this resolution of the Board of Directors of the Company".

**Voting results:**

Krainski D.V.	-	"FOR"	Klinkov O. Yu.	-	"FOR"
Dokuchaeva M.A.	-	"FOR"	Kravchenko K.Yu.	-	"FOR"
Zarkhin V.Yu.	-	"ABSTAINED"	Nikitchanova E.V.	-	"FOR"
Korotkova M.V.	-	"FOR"	Tikhonova M.G.	-	"FOR"
Kazakov A.I.	-	"FOR"	Ebseev B.B.	-	"FOR"
Polinov A.A.	-	"FOR"			

**Resolution passed.**

**Chairman of Board of Directors**

**D.V. Krainski**

**Corporate Secretary**

**E.N. Pavlova**