**MINUTES**

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

Rostov-on-Don

October 15, 2021 No. 453/2021

**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, E.V.Prokhorov and B.B. Ebzeev.

**The polling forms were not provided and did not take part in the voting:** A.A. Polinov**.**

**A quorum is present.**

**Date of the Minutes:** October 18, 2021

**AGENDA**

1. *On consideration of the Report on implementation of measures provided for by the "Digital Transformation of Rosseti South PJSC 2020 - 2030" Program for 2020.*
2. *On approval of the timed action plan of Rosseti South PJSC for reduction of overdue receivables for power transmission services and settlement of disagreements that occurred as of July 01, 2021*
3. *On consideration of the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for the first half of 2021.*
4. *3. On expenditure of funds allocated for preparation and holding of the extraordinary General Meeting of Shareholders of Rosseti South PJSC.*

**Item No.1: On consideration of the Report on implementation of measures provided for by the "Digital Transformation of Rosseti South PJSC 2020 - 2030" Program for 2020.**

**RESOLUTION:**

Take in account the Report on implementation of measures provided for by the "Digital Transformation of Rosseti South PJSC 2020 - 2030" Program for 2020 according to Annex 1 hereto.

**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 | **-** | **"ABSTAINED"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** |  |  |  |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No. 2: On approval of the timed action plan of Rosseti South PJSC for reduction of overdue receivables for power transmission services and settlement of disagreements that occurred as of July 01, 2021**

**RESOLUTION:**

1. Approve the timed action plan of Rosseti South PJSC for reduction of overdue indebtedness for power transmission services and settlement of disagreements occurred as of July 01, 2021 in accordance with Annex No. 2 to this Resolution of the Company's Board of Directors.

2. Take in consideration the report of Rosseti South PJSC on implementation of the timed action plan for reduction of overdue indebtedness for the provided power transmission services and settlement of disagreements occurred as of April 01, 2021, approved by the Resolution of the Board of Directors of the Company dated August 02, 20211 No. 445/2021, in accordance with Annex 3 to this Resolution of the Board of the Company's Board of Directors.

3. Take in consideration the Activity Report of Rosseti South PJSC in Q2 of 2021 in relation to newly formed overdue receivables for power transmission services, in accordance with Annex No. 4 to this Resolution of the Company's Board of Directors.

4. Take into account the report on the repayment of overdue receivables by Rosseti South PJSC within the 1st half of 2021, as of January 01, 2021, in accordance with Annex 5 to this Resolution of the Company's Board of Directors.

5. Take into account the report on the repayment of overdue receivables by VMES JSC within the 1 half of 2021, as of January 01, 2021, in accordance with Annex 6 to this Resolution 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 | **-** | **"ABSTAINED"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** |  |  |  |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No. 3: On consideration of the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for the first half of 2021.**

**RESOLUTION:**

1. Take in consideration the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for the 1 half of 2021 in accordance with Annex No. 7 to this Resolution of the Company's Board of Directors.

2. Approve the timed action plan of Rosseti South PJSC for reduction of overdue receivables for the supplied electricity and settlement of disagreements which arose as of July 01, 2021, in accordance with Annex 8 to this to this Resolution of the Company's Board of Directors.

3. Take in account the report on implementation of the timed action plan for reduction of overdue indebtedness for the supplied electricity and the settlement of disagreements which arose as of April 01, 2021, in accordance with Annex 9 hereto.

**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 | **-** | **"ABSTAINED"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** |  |  |  |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No. 4: On expenditure of funds allocated for preparation and holding of the extraordinary General Meeting of Shareholders of Rosseti South PJSC.**

**RESOLUTION:**

Take in consideration the report on expenditure of funds for preparation and holding of the Extraordinary General Meeting of Shareholders of Rosseti South PJSC in accordance with Annex 10 to this Resolution 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 | **-** | **"FOR"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** |  |  |  |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

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