**MINUTES**

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

Rostov-on-Don

26.01.2022 № 465/2022

**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, 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:** 28.01.2022.

**AGENDA**

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| 1. *On approval of target values of key performance indicators (KPIs) of the General Director of Rosseti South PJSC for 2022.*
 |
| 1. *On consideration of the report on the execution of the RAS-based summary and IFRS-based consolidated business plan of the Rosseti South Group of Companies for 9 months of 2021.*
 |
| 1. *On consideration of the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for 9 months of 2021.*
 |
| 1. *On the current situation in the activities of Rosseti South PJSC on the technological connection of consumers to electric networks based on the results of 9 months of 2021.*
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**Item No.1: On approval of target values of key performance indicators (KPIs) of the General Director of Rosseti South PJSC for 2022.**

**DECISION:**

1. Approve the target values of key performance indicators of the General Director of IDGC of the South, PJSC for 2022 in accordance with Annex 1 to this Decision of the Company's Board of Directors.

2. Based on clause 4.4 of the decision of the Board of Directors of Rosseti PJSC dated 29.11.2021 (Minutes dated 29.11.2021 № 476) not to take into account the increase in maintenance, repair and labor costs when assessing the implementation of the annual key performance indicator “Reduction in unit operating costs (costs)" in accordance with the procedure for calculating the indicator (clause 2.4) established in the Methodology for calculating and evaluating the implementation of key performance indicators of the General Director of Rosseti South PJSC, approved by the decision of the Board of Directors of Rosseti South PJSC dated 24.09.2020 (minutes dated 25.09.2020 № 398/2020), starting from 2022, upon providing additional justification.

**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"** |  |  |  |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No.2: On consideration of the report on the execution of the RAS-based summary and IFRS-based consolidated business plan of the Rosseti South Group of Companies for 9 months of 2021.**

**DECISION:**

Take into account the RAS- and IFRS-based consolidated Business Plans Performance Report of the Rosseti South Group of Companies for the 9 months of 2021, in accordance with Annexes 2-3 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 | **-** | **"FOR"** | 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 9 months of 2021.**

**DECISION:**

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 9 months of 2021 in accordance with Annex No. 4 to this Decision 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 01.10.2021, in accordance with Annex 5 to this Decision 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 01.07.2021, in accordance with Annex 6 hereto.

**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"** |  |  |  |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No.4: On the current situation in the activities of Rosseti South PJSC on the technological connection of consumers to electric networks based on the results of 9 months of 2021.**

**DECISION:**

1. Take in consideration the report on the current situation in the activities of Rosseti South PJSC for the technological connection of consumers to electrical networks based on the results of 9 months of 2021 in accordance with Annex 7 to this Decision of the Company's Board of Directors.

2. Note the increase in the number of overdue contracts on the implementation of technological connection due to the fault of the network organization.

3. Take measures to implement investment measures in relation to overdue contracts on the implementation of technological connection in order to ensure the implementation of the KPI indicator "Compliance with the deadlines for the implementation of technological connection" in 2021.

4. Note the non-fulfillment of the planned revenue indicator from technological connection services for 9 months of 2021 (planned - RUB 1395.7 million, the actual amount - RUB 935.3 million).

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

**The resolution was adopted.**

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