

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

Rostov-on-Don

31.08.2022

№ 495/2022

Meeting format: in absentia (by poll)

Members of the Board of Directors who participated in the absentee voting: D.V. Krainskiy, M.A. Dokuchaeva, V.Yu. Zarkhin, A.I. Kazakov, O.Yu. Klinkov, M.V. Korotkova, K.Yu. Kravchenko, M.V. Nikitchanova, M.G.Tikhonova, A.A.Polinov, 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: 01.09.2022.

AGENDA

1. On consideration of the report on the execution of instructions of the Board of Directors of Rosseti South PJSC for the 2nd quarter of 2022.

2. On consideration of the report on implementation of investment projects of Rosseti South PJSC enetered in the list of priority facilities for the 2nd quarter of 2022.

3. On consideration of the report on the implementation of the Register of non-core assets of Rosseti South PJSC for the 2nd quarter of 2022.

4. On consideration of the Credit Policy Report of Rosseti South PJSC for the 2nd quarter of 2022.

5. On determination of position of Rosseti South PJSC (representatives of Rosseti South PJSC) on agenda of the Meeting of the Board of Directors of VMES JSC "On consideration of the Credit Policy Report of VMES JSC for the 2nd quarter of 2022".

6. On the composition of the Committee for Technological Connection to Power Grids of Rosseti South PJSC.

7. On composition of the Strategy Committee of the Board of Directors of Rosseti South PJSC.

ITEM NO.1: On consideration of the report on the execution of instructions of the Board of Directors of Rosseti South PJSC for the 2nd quarter of 2022.

DECIDED TO:

Take in consideration the Report of the Single Executive Body of Rosseti South PJSC on implementation in the 2nd quarter of 2022 decisions adopted at meetings of the Board of Directors of Rosseti South PJSC, in accordance with Annex 1 to this Decision of the Company's Board of Directors.

Result of the vote:

ites are or the voter					
D.V. Krainsky	-	"FOR"	O.Yu. Klinkov	-	"FOR"
M.A. Dokuchaeva	-	"FOR"	K.Yu. Kravchenko	-	"FOR"
V.Yu. Zarkhin	-	"FOR"	E.V. Nikitchanova	-	"FOR"
M.V. Korotkova	-	"FOR"	M.G. Tikhonova	-	"FOR"
A.I. Kazakov	-	"FOR"	B.B. Ebzeev	-	"FOR"
A.A. Polinov	-	"FOR"			
The resolution was	adoj	pted.			

ITEM NO.2: On consideration of the report on implementation of investment projects of Rosseti South PJSC enetered in the list of priority facilities for the 2nd quarter of 2022. DECIDED TO:

Take in consideration the progress report on the implementation of Rosseti South PJSC investment projects included in the list of priority objects for the 2nd quarter of 2022 in accordance with Annex 2 to this Resolution of the Company's Board of Directors.

Result of the vote:

D.V. Krainsky	-	"FOR"	O.Yu. Klinkov	-	"FOR"
M.A. Dokuchaeva	-	"FOR"	K.Yu. Kravchenko	-	"FOR"
V.Yu. Zarkhin	-	"FOR"	E.V. Nikitchanova	-	"FOR"
M.V. Korotkova	-	"FOR"	M.G. Tikhonova	-	"FOR"
A.I. Kazakov	-	"FOR"	B.B. Ebzeev	-	"FOR"
A.A. Polinov	-	"FOR"			
The resolution was	adop	oted.			

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ITEM NO.3: On consideration of the Report on implementation of the Register of non-core assets of Rosseti South PJSC for the 2nd quarter of 2022. DECIDED TO:

1. Take in consideration the Report on the implementation of the Register of non-core assets of Rosseti South PJSC as of June 30, 2022 in accordance with Annex 3 to this Resolution of the Company's Board of Directors.

2. Make changes to the Register of non-core assets of Rosseti South PJSC as of December 31, 2021 in accordance with Annex 4 to this Decision of the Company's Board of Directors.

Result of the vote:

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

The resolution was adopted.

ITEM NO.4: On consideration of the Credit Policy Report of Rosseti South PJSC for the 2nd quarter of 2022.

DECIDED TO:

Take in consideration the report on the credit policy of Rosseti South PJSC for the 2nd quarter of 2022 in accordance with Annex to this Resolution of the Company's Board of Directors.

Result of the vote:

D.V. Krainsky	-	"FOR"	O.Yu. Klinkov	-	"FOR"
M.A. Dokuchaeva	-	"FOR"	K.Yu. Kravchenko	-	"FOR"
V.Yu. Zarkhin	-	"FOR"	E.V. Nikitchanova	-	"FOR"
M.V. Korotkova	-	"FOR"	M.G. Tikhonova	-	"FOR"
A.I. Kazakov	-	"FOR"	B.B. Ebzeev	-	"FOR"
A.A. Polinov	-	"FOR"			
The resolution was	ador	oted.			

ITEM NO.5: On determination of position of Rosseti South PJSC (representatives of Rosseti South PJSC) on agenda of the Meeting of the Board of Directors of VMES JSC "On consideration of the Credit Policy Report of VMES JSC for the 2nd quarter of 2022".

Instruct the representatives of Rosseti South PJSC on agenda of the meeting of the Board of Directors of VMES JSC "On consideration of the Credit Policy Report of VMES JSC for the 2nd quarter of 2022" to vote FOR the adoption of the following decision:

Take in consideration the Credit Policy Report of VMES JSC for the 2nd quarter of 2022 in accordance with Annex to this Resolution of the Company's Board of Directors.

"FOR"

"FOR"

"FOR" "FOR" - "FOR"

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Result of the vote:

D.V. Krainsky	-	"FOR"	O.Yu. Klinkov					
M.A. Dokuchaeva	-	"FOR"	K.Yu. Kravchenko					
V.Yu. Zarkhin	-	"FOR"	E.V. Nikitchanova					
M.V. Korotkova	-	"FOR"	M.G. Tikhonova					
A.I. Kazakov	-	"FOR"	B.B. Ebzeev					
A.A. Polinov	-	"FOR"						
The resolution was adopted.								

ITEM NO.6: On the composition of the Committee for Technological Connection to Power Grids of Rosseti South PJSC.

DECIDED TO:

1. Determine the number of members of the Committee for Technological Connection to Power Grids of the Board of Rosseti South PJSC - 5 persons.

Result of the vote:

D.V. Krainsky	-	"FOR"	O.Yu. Klinkov	-	"FOR"
M.A. Dokuchaeva	-	"FOR"	K.Yu. Kravchenko	-	"FOR"
V.Yu. Zarkhin	-	"FOR"	E.V. Nikitchanova	-	"FOR"
M.V. Korotkova	-	"FOR"	M.G. Tikhonova	-	"FOR"
A.I. Kazakov	-	"FOR"	B.B. Ebzeev	-	"FOR"
A.A. Polinov	-	"FOR"			
The resolution was	adop	oted.			

2. Elect the Committee for Technological Connection to Power Grids of the Board of Rosseti South PJSC in the following composition:

No.	Full	nam	e	Position								
				Deputy	Head	of	the	Departi	nent	t of	Integration a	nd
1.	Gazdanova Infrastructure Development - Head of the Department for						Department for t	he				
1.	Marina Altegovna Development of Additional Services and Client Services						Client Services	of				
Rosseti PJSC												
Result	of the vote:											
D.V. K	rainsky	-	"FOR"		C).Yu.	Klir	nkov	-	''FO	R ''	
M.A. D	okuchaeva	-	"FOR"		K	.Yu.	Kra	vchenko	-	''FO	R ''	
V.Yu. Z	Zarkhin	-	"ABSTA	AINED''	E	.V. 1	Nikit	chanova	-	''FO	R ''	
M.V. K	lorotkova	-	"FOR"		Ν	1.G.	Tikh	onova	-	''FO	R ''	

B.B. Ebzeev

- "FOR"

A.A. Polinov	-	"FOR"
The resolution	was adop	oted.

A.I. Kazakov

"FOR"

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No.	Ful	l nan	ne			Positio	on		
2	Zhuravlev			Deputy	General	Director	of	Development	and
2.	Dmitry Oleg	govic	h	Technolo	gical Conn	ection of Ro	osset	i South PJSC	
Result	of the vote:								
D.V. K	rainsky	-	"FOR"		O.Yu. l	Klinkov	-	"FOR"	
M.A. D	Ookuchaeva	-	"FOR"		K.Yu. l	Kravchenko	-	"FOR"	
V.Yu. Z	Zarkhin	-	"FOR"		E.V. N	ikitchanova	-	"FOR"	

M.V. Korotkova	-	"FOR"	M.G. Tikhonova	-	"FOR"
A.I. Kazakov	-	"FOR"	B.B. Ebzeev	-	"FOR"
A.A. Polinov	-	"FOR"			
The resolution was	adoj	pted.			

No.	Ful	l nan	ne		Positio	n				
3.	Zarkhin Vitaliy Yur	yevic	h	Member o	Member of the Board of Directors, Rosseti South PJSC					
Result of the vote:										
D.V. K	rainsky	-	"ABSTA	INED''	O.Yu. Klinkov	-	"ABSTAINED"			
M.A. D	okuchaeva	-	"ABSTA]	INED''	K.Yu. Kravchenko	-	"ABSTAINED"			
V.Yu. Z	Zarkhin	-	"FOR"		E.V. Nikitchanova	-	"ABSTAINED"			
M.V. K	lorotkova	-	"ABSTA	INED''	M.G. Tikhonova	-	"ABSTAINED"			
A.I. Ka	zakov	-	"ABSTA	INED''	B.B. Ebzeev	-	"ABSTAINED"			
A.A. Po	olinov	-	"ABSTA	INED''						
No res	olution has b	oeen (aken.							

No. Full name Position Deputy General Director for Investment Activity and Kalashnikov 4. Nikita Vladimirovich Capital Construction of Rosseti South, PJSC **Result of the vote:** D.V. Krainsky O.Yu. Klinkov "FOR" - "FOR" -M.A. Dokuchaeva K.Yu. Kravchenko - "FOR" "FOR" -V.Yu. Zarkhin E.V. Nikitchanova - "FOR" "FOR" -M.V. Korotkova "FOR" M.G. Tikhonova - "FOR" -A.I. Kazakov "FOR" B.B. Ebzeev - "FOR" -"FOR" A.A. Polinov -The resolution was adopted.

No.	Ful	Full name			Position					
5.	Klinkov			Director	of	Customer	Con	nmunication,	Head	of
5.	Oleg Yurievich			Technolog	Technological Development Department, Rosseti PJSC					
Result	Result of the vote:									
D.V. K	rainsky	-	"FOR"		0	Yu. Klinkov.	r	- ''FOR''		
M.A. D	okuchaeva	-	"FOR"		Κ	Yu. Kravche	enko	- ''FOR''		
V.Yu. Z	Zarkhin	-	"ABSTA	INED''	E.	V. Nikitchan	lova	- ''FOR''		
M.V. K	lorotkova	-	"FOR"		Μ	.G. Tikhonov	va	- ''FOR''		
A.I. Ka	zakov	-	"FOR"		В	B. Ebzeev		- ''FOR''		
A.A. Po	olinov	-	"FOR"							
The re	solution was	adop	oted.							

No.	Full name				Position									
6	Molsky			Deputy	Director	General	for	Investment,	Capital					
6.	Alexey Valerievich			Construc	Construction and Services, Rosseti PJSC									
Result	Result of the vote:													
D.V. K	rainsky	-	"FOR"		O.Yu.	Klinkov	-	"FOR"						
M.A. D	Ookuchaeva	-	"FOR"		K.Yu.	Kravchenk	.0 -	"FOR"						
V.Yu. Z	Zarkhin	-	"FOR"		E.V. N	ikitchanov	a -	"FOR"						
M.V. K	Corotkova	-	"FOR"		M.G. 7	Tikhonova	-	"FOR"						
A.I. Ka	zakov	-	"FOR"		B.B. E	bzeev	-	"FOR"						
A.A. Po	olinov	-	"FOR"											
Theme	colution was	odor	atad				The regulation was adopted							

The resolution was adopted.

No.	Full name			Position					
7.	Muriy			Deputy G	eneral Director for Sa	les	of Services of Rosseti		
7.	Anton Genn	adiev	vich	South PJS	С.				
Result	Result of the vote:								
D.V. K	rainsky	-	"ABSTAI	INED''	O.Yu. Klinkov	-	"ABSTAINED"		
M.A. D	okuchaeva	-	"ABSTAI	INED''	K.Yu. Kravchenko	-	"ABSTAINED"		
V.Yu. Z	Zarkhin	-	"FOR"		E.V. Nikitchanova	-	"ABSTAINED"		
M.V. K	lorotkova	-	"ABSTAI	INED''	M.G. Tikhonova	-	"ABSTAINED"		
A.I. Ka	zakov	-	"ABSTAI	INED''	B.B. Ebzeev	-	"ABSTAINED"		
A.A. Po	olinov	-	"ABSTAI	INED''					
No res	olution has h	een f	aken						

No resolution has been taken.

3. Elect Alexey Valerievich Molsky as a Chairman of the Committee for technological connection to electricity networks of the Company's Board of Directors.

Result of the vote:

D.V. Krainsky	-	"FOR"	O.Yu. Klinkov	-	"FOR"
M.A. Dokuchaeva	-	"FOR"	K.Yu. Kravchenko	-	"FOR"
V.Yu. Zarkhin	-	"FOR"	E.V. Nikitchanova	-	"FOR"
M.V. Korotkova	-	"FOR"	M.G. Tikhonova	-	"FOR"
A.I. Kazakov	-	"FOR"	B.B. Ebzeev	-	"FOR"
A.A. Polinov	-	"FOR"			
The resolution was	adop	oted.			

ITEM NO. 7: On composition of the Strategy Committee of the Board of Directors of Rosseti South PJSC.

DECIDED TO:

1. Determine the number of members of the Strategy Committee of the Board of Directors of Rosseti South PJSC - nine (9) persons.

Result of the vote:

D.V. Krainsky	-	"FOR"	O.Yu. Klinkov	-	"FOR"
M.A. Dokuchaeva	-	"FOR"	K.Yu. Kravchenko	-	"FOR"
V.Yu. Zarkhin	-	"FOR"	E.V. Nikitchanova	-	"FOR"
M.V. Korotkova	-	"FOR"	M.G. Tikhonova	-	"FOR"
A.I. Kazakov	-	"FOR"	B.B. Ebzeev	-	"FOR"
A.A. Polinov	-	"FOR"			
The resolution was	adop	pted.			

2. Elect the following members of the Strategy Committee of the Company's Board of Directors:

No.	Full name	e of c	andidate	Position					
1.	Zarkhin Vitaliy Yuryevich		h	Member of the Board of Directors, Rosseti South PJSC					
Result	of the vote:								
D.V. K	rainsky	-	"FOR"	O.Yu. Klinkov	-	"FOR"			
M.A. D	okuchaeva	-	"FOR"	K.Yu. Kravchenko	-	"FOR"			
V.Yu. Z	Zarkhin	-	"FOR"	E.V. Nikitchanova	-	"FOR"			
M.V. K	lorotkova	-	"FOR"	M.G. Tikhonova	-	"FOR"			
A.I. Ka	zakov	-	"FOR"	B.B. Ebzeev	-	"FOR"			
A.A. Po	olinov	-	"FOR"						
The re	solution was	adop	oted.						

No.	Full name	of candidate	Ро	sition
2.	Iordanidi		Deputy General Director for	Economics and Finance,
۷.	Kirill Alexan	drovich	Rosseti South PJSC	
Result	of the vote:			
D.V. K	rainsky	- "FOR"	O.Yu. Klinkov	- ''FOR''
M.A. D	okuchaeva	- "FOR"	K.Yu. Kravchenko	- ''FOR''
V.Yu. Z	Zarkhin	- ''FOR''	E.V. Nikitchanova	- ''FOR''
M.V. K	lorotkova	- ''FOR''	M.G. Tikhonova	- ''FOR''
A.I. Ka	zakov	- ''FOR''	B.B. Ebzeev	- "FOR"
A.A. Po	olinov	- ''FOR''		

The resolution was adopted.

No.	Full name	e of candidate	Position				
3.	Kaloeva Madina Valo	erievna	Corporate Management Director Management Department of Ro	-			
Result	of the vote:						
D.V. Ki	rainsky	- ''FOR''	O.Yu. Klinkov	- ''FOR''			
M.A. D	okuchaeva	- ''FOR''	K.Yu. Kravchenko	- ''FOR''			
V.Yu. Z	Zarkhin	- ''FOR''	E.V. Nikitchanova	- ''FOR''			
M.V. K	lorotkova	- ''FOR''	M.G. Tikhonova	- "FOR"			
A.I. Ka	zakov	- ''FOR''	B.B. Ebzeev	- ''FOR''			
A.A. Polinov - "FOR"		- "FOR"					
The re	solution was	adopted.					

No.	Full nam	Full name of candidate		Ро	Position				
4	Korotkova	Korotkova		Member of the Board of Directors of Rosseti South PJSC,					
4.	4. Maria Vyacheslavna		ivna	Development Director of Technoinnovatsia Ltd.					
Resu	It of the vote:								
D.V. 1	Krainsky	-	"FOR"	O.Yu. Klinkov	- ''FOR''				
M.A.	Dokuchaeva	-	"FOR"	K.Yu. Kravchenko	- ''FOR''				
V.Yu.	Zarkhin	-	"FOR"	E.V. Nikitchanova	- ''FOR''				
M.V.	Korotkova	-	"FOR"	M.G. Tikhonova	- ''FOR''				
A.I. K	lazakov	-	"FOR"	B.B. Ebzeev	- ''FOR''				
A.A. l	Polinov	-	"FOR"						
The r	esolution was	adoj	pted.						

No.	Full name	of candidate	Position				
5.	Korneev Alexander Yurievich		Head of Technological Conr Development Department				
Result	of the vote:						
D.V. Kı	rainsky	- "FOR"	O.Yu. Klinkov	- ''FOR''			
M.A. D	okuchaeva	- ''FOR''	K.Yu. Kravchenko	- ''FOR''			
V.Yu. Z	Zarkhin	- ''FOR''	E.V. Nikitchanova	- "FOR"			
M.V. K	orotkova	- ''FOR''	M.G. Tikhonova	- "FOR"			
A.I. Kaz	zakov	- ''FOR''	B.B. Ebzeev	- "FOR"			
A.A. Po	olinov	- "FOR"					
The resolution was adopted.							

No.	Full name of candidate	Position
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6.	Krainsky Daniil Vladimirovich			Member of the Board of Director Deputy General Director for PJSC	,
Result	of the vote:				
D.V. Kı	rainsky	-	"FOR"	O.Yu. Klinkov	- "FOR"
M.A. D	okuchaeva	-	"FOR"	K.Yu. Kravchenko	- "FOR"
V.Yu. Z	Zarkhin	-	"FOR"	E.V. Nikitchanova	- "FOR"
M.V. K	orotkova	-	"FOR"	M.G. Tikhonova	- "FOR"
A.I. Ka	zakov	-	"FOR"	B.B. Ebzeev	- "FOR"
A.A. Po	olinov	-	"FOR"		

The resolution was adopted.

No.	Full name of candidate		candidate	Position		
7	Leshchevskaya			Acting Deputy Director Gene	eral for Strategy, Rosseti	
7.	Yulia Aleksandrovna		ovna	PJSC		
Result	of the vote:					
D.V. Ki	rainsky	-	"FOR"	O.Yu. Klinkov	- "FOR"	
M.A. D	okuchaeva	-	"FOR"	K.Yu. Kravchenko	- "FOR"	
V.Yu. Z	Zarkhin	-	"FOR"	E.V. Nikitchanova	- "FOR"	
M.V. K	orotkova	-	"FOR"	M.G. Tikhonova	- "FOR"	
A.I. Ka	zakov	-	"FOR"	B.B. Ebzeev	- "FOR"	
A.A. Po	olinov	-	"FOR"			
The res	The resolution was adopted.					

No.	Full name of candidate		candidate	Position		
8.	Polinov			Member of the Board of Directors, Acting Deputy General		
0.	Aleksey Aleksandrovich		drovich	Director for Economics and Finance of Rosseti PJSC		
Result of the vote:						
D.V. K	Irainsky	-	"FOR"	O.Yu. Klinkov	- ''FOR''	
M.A. D	Dokuchaeva	-	"FOR"	K.Yu. Kravchenko	- ''FOR''	
V.Yu. 2	Zarkhin	-	"FOR"	E.V. Nikitchanova	- ''FOR''	
M.V. K	Korotkova	-	"FOR"	M.G. Tikhonova	- ''FOR''	
A.I. Ka	ızakov	-	"FOR"	B.B. Ebzeev	- ''FOR''	
A.A. P	olinov	-	"FOR"			
The resolution was adopted.						

No.	Full name of candidate		Position				
	Tulba		Director for Economics and Finance, Head of the				
9.	Andrey Petrovich		Department of Economic Planning and Tariff Formation,				
			PJSC Rosseti				
Result	Result of the vote:						
D.V. K	rainsky	- ''FOR''	O.Yu. Klinkov - "FOR"				
M.A. D	okuchaeva	- ''FOR''	K.Yu. Kravchenko - "FOR"				
V.Yu. Z	Zarkhin	- ''FOR''	E.V. Nikitchanova - "FOR"				
M.V. K	lorotkova	- ''FOR''	M.G. Tikhonova - "FOR"				
A.I. Ka	zakov	- ''FOR''	B.B. Ebzeev - "FOR"				
A.A. Polinov - "FOR"		- ''FOR''					

The resolution was adopted.

3. Elect Alexey Aleksandrovich Polinov as a Chairman of the Strategy Committee of the Company's Board of Directors.

Result of the vote:

D.V. Krainsky -	"FOR"	O.Yu. Klinkov	-	"FOR"
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M.A. Dokuchaeva	-	"FOR"	
V.Yu. Zarkhin	-	"FOR"	
M.V. Korotkova	-	"FOR"	
A.I. Kazakov	-	"FOR"	
A.A. Polinov	-	"FOR"	
The resolution was adopted.			

-	"FOR"
-	"FOR"
-	"FOR"
-	"FOR"
	-

Chairman of the Board of Directors

D.V. Krainsky

Corporate Secretary

E.N. Pavlova