

MINUTES
of the Meeting of the Executive Board of Rosseti South PJSC
Rostov-on-Don

20.08.2024

No. 587/2024

The meeting format: absentee (by poll)

The Executive Board members who participated in the absentee voting: Krainski 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., Paramonova N.V., Ebzeev B.B.

Questionnaires not provided: none.

A quorum is present.

Date of the minutes: 20.08.2024

AGENDA

1. On the approval of reports on achieving key performance indicators and functional key performance indicators of managerial staff of Rosseti South PSJC for 2023.

ISSUE NO. 1: On the approval of reports on achieving key performance indicators and functional key performance indicators of managerial staff of Rosseti South PSJC for 2023.

RESOLUTION:

1. In order to assess the achievement of the key performance indicators “Electricity Loss Rate” and “Fulfillment of the Commissioning Schedule” by the management of Rosseti South PJSC for 2023, due to the presence of objective reasons, to take into account adjustments of the respective indicators for normalization factors according to Appendix 1 to this resolution of the Board of Directors of the Company.

2. Approve the report on the achievement of key performance indicators by the management personnel of Rosseti South PJSC for 2023 as per Appendix 2 to this resolution of the Board of Directors of the Company.

3. Approve the report on the achievement of functional key performance indicators by the management of Rosseti South PJSC for 2023 as per Appendix 3 to this resolution of the Board of Directors of the Company.

4. Approve the calculation of remuneration to the management of Rosseti South PJSC for meeting/exceeding key performance indicators based on 100% fulfillment thereof for remuneration calculation, except for the amount of remuneration for Deputy General Director - Director of Astrakhanenergo branch of Rosseti South PJSC equal to 85% (based on clause 1.10 of the Procedure for Calculation of Key Performance Indicators and Functional Key Performance Indicators for the Management Personnel of Rosseti South PJSC approved by the decision of the Board of Directors of Rosseti South PJSC dated December 29, 2023 (Minutes No. 557/2023 dated December 29, 2023)), and functional key performance indicators for 2023 according to Appendix 4 to this resolution of the Board of Directors of the Company.

5. Annual bonuses to the management of Rosseti South PJSC for 2023¹ are paid in accordance with the approved reports pursuant to clauses 2 and 3 of this resolution of the Board of Directors of Rosseti South PJSC and the approved calculation of remuneration to the management of Rosseti

¹ a) to pay bonuses to the General Director for 2023 in accordance with labor contracts No. 30/2020 dated 29.07.2020 (as amended on 01.07.2023) and No. 18/2023 dated 28.07.2023, concluded on the terms and conditions stipulated by the resolution of the Company's Board of Directors dated 07.06.2023 (Minutes No. 525/2023 dated 08.06.2023);

b) to pay bonuses to the Deputy General Director for functional areas, Chief Accountant - Head of the Department of Biological and Nuclear Management of Rosseti South PJSC for 2023 in accordance with the labor contracts concluded under the terms and conditions stipulated by the resolution of the Board of Directors of the Company dated 07.06.2023 (Minutes No. 525/2023 dated 08.06.2023), as well as in accordance with the Regulations on Labor Remuneration and Material Incentives for Senior Managers of Rosseti South PJSC approved by resolution of the Board of Directors of the Company dated 29.06.2023 (Minutes No. 531/2023 dated 30.06.2023).

South PJSC pursuant to clause 4 of this resolution within the amount of the annual maximum possible aggregate personal remuneration of the officers of the management of Rosseti South PJSC set forth in the labor contract.

6. Pursuant to clause 8 of the resolution of the Board of Directors of Rosseti South PJSC dated December 29, 2023 (Minutes No. 557/2023 dated December 29, 2023) on item No. 1 "Approval of key performance indicators and functional key performance indicators for the management personnel of Rosseti South PJSC", to take note of the internal auditor's opinion regarding the reliability of calculations of actually achieved values of key performance indicators and functional key performance indicators, as well as the reasonableness of the amount of remuneration for the management personnel of Rosseti South PJSC.

Voting results:

Krainski D.V.	-	"IN FAVOR"	Klinkov O. Yu.	-	"IN FAVOR"
Dokuchaeva M.A.	-	"IN FAVOR"	Kravchenko K.Yu.	-	"IN FAVOR"
Zarkhin V.Yu.	-	"ABSTAIN"	Nikitchanova E.V.	-	"IN FAVOR"
Korotkova M.V.	-	"IN FAVOR"	Tikhonova M.G.	-	"IN FAVOR"
Kazakov A.I.	-	"IN FAVOR"	Ebzeev B.B.	-	"IN FAVOR"
Paramonova N.V.	-	"IN FAVOR"			

The resolution was approved.

The Executive Board Chairman

D.V. Krainski

Corporate Secretary

E.N. Pavlova