Public Joint Stock Company ROSSETI South

MINUTES OF MEETING
of the Board of Directors of ROSSETI South PJSC

Rostov-on-Don No. 643/2025

Date of the meeting: 17.10.2025
Form of the meeting: absentee voting.
Expiration date of the acceptance of documents containing information on will expression of the members of the Board of Directors (input forms): 17.10.2025
Date of the minutes: 17.10.2025

In total, the Board of Directors of the Company includes 11 people.
The members of the Board who took part in the voting (voting forms were received): Krainsky D.V., Aleshin A.G., Dokuchaeva M.A., Kazakov A.I., Klinkov O.Yu., Kravchenko K.Yu., Zarkhin V.Yu., Nikitchanova E.V., Tikhonova M.G., Rybin A.A., Ebzeev B.B.
The Board members who missed the voting: Zarkhin V.Yu.
A quorum is present.

Agenda of absentee voting:

1. *On approval of the revised Regulations on the Corporate Secretary of Public Joint Stock Company Rosseti South.*
2. *On independence of members of the Board of Directors of PJSC Rosseti South.*
3. *On the composition of the Audit Committee of the Board of Directors of PJSC Rosseti South.*
4. *On the specifics of approving reports on the achievement of key performance indicators and functional key performance indicators of the management of PJSC Rosseti South for 2025.*
5. *On the procedure for preparing PJSC Rosseti South's reports based on the results of 2025.*
6. *On amendments to the Regulations regarding the management of the corporate identity of PJSC Rosseti South.*

Voting results and resolutions taken on the agenda items:

Item:
1. On approval of the revised Regulations on the Corporate Secretary of Public Joint Stock Company Rosseti South.
Resolution:
Approve the revised Regulations on the Corporate Secretary of PJSC Rosseti South in accordance with Appendix 1.

Voting results:

Krainsky D.V.	-	FOR	Klinkov O.Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Aleshin A.G.	-	FOR	Nikitchanova E.V.	-	FOR
Kazakov A.I.	-	FOR	Tikhonova M.G.	-	FOR
Rybin A.A.	-	FOR	Ebzeev B.B.	-	FOR

The resolution was adopted.

Item:

2. On independence of members of the Board of Directors of PJSC Rosseti South.

Resolution:

1.1. In accordance with the assessment of the compliance of Alexander Ivanovich Kazakov, member of the Board of Directors of the Company, with the criteria for determining independence established by Appendix 4 to the Listing Rules of PJSC Moscow Exchange, which were approved by the resolution of the Supervisory Board of PJSC Moscow Exchange dated March 25, 2024 (Minutes No. 23) (hereinafter referred to as "the Rules"), and the recommendations of the Personnel and Remuneration Committee of the Board of Directors of PJSC Rosseti South (Minutes No. 174 dated June 3, 2025), Kazakov A.I. shall be recognized as an independent director despite the existence of criteria for his affiliation:

1.1.1. with the Company (subclause 2 of clause 4 of Appendix 4 to the Rules):

- Kazakov A.I. holds the position of member of the Board of Directors in organizations controlled by the person that controls the Company (PJSC Rosseti), namely, in JSC Rosseti Kuban, PJSC Rosseti Volga;

1.1.2. with a significant shareholder of the Company, namely, PJSC Rosseti (subclause 3 of clause 5 of Appendix 4 to the Rules):

- Kazakov A.I. holds the position of member of the Board of Directors in more than two legal entities controlled by a significant shareholder of the Company (PJSC Rosseti), as well as those under the indirect control of the Russian Federation, the entity that controls the significant shareholder of the Company, namely, in PJSC Rosseti South, JSC Rosseti Kuban, PJSC Rosseti Volga.

1.1.3. with a significant counterparty of the Company, namely, PJSC Rosseti (subclause 1 of clause 6 of Appendix 4 to the Rules):

- Kazakov A.I. holds the position of member of the Board of Directors at JSC Rosseti Kuban, PJSC Rosseti Volga, which are controlled entities of the Company's significant counterparty, PJSC Rosseti, the amount of obligations under contracts with which exceeds 2% of the book value of the Company's consolidated assets as of June 30, 2025, and 2% of the Company's consolidated revenue (income) of the Company as of December 31, 2024.

1.2. Note that no other criteria for affiliation have been identified.

1.3. Admit that such related relationships with the Company, with a significant shareholder of the Company, and with a significant counterparty of the Company are formal and do not affect either the independence of Kazakov A.I. in forming his attitude on the agenda items of the meetings (absentee voting) of the Company's Board of Directors, nor on his ability to make objective, conscientious, and independent decisions, free from the influence of the executive bodies, the significant shareholder, and the significant counterparty of the Company, based on the following:

1.3.1. Kazakov A.I. is not obliged to vote in accordance with the voting instructions and attitudes formed by the Company's significant shareholder, PJSC Rosseti, or to vote in accordance with the directives or other attitude formed by the Russian Federation, the entity that controls the Company's significant shareholder, PJSC Rosseti, since the Russian Federation controls PJSC Rosseti South indirectly only.

1.3.2. Kazakov A.I. was previously recognized as an independent director by resolutions of the Board of Directors of PJSC Rosseti South (minutes dated August 8, 2022, No. 493/2022, dated October 6, 2023, No. 546/2023, dated August 16, 2024, No. 586/2024), and he has, from October 2021 to the present, been a member of the Audit Committee of the Board of Directors of PJSC Rosseti South and actively participating in all meetings (absentee voting) of the Board of Directors and the Audit Committee of the Company's Board of Directors (100% participation).

1.3.3. Kazakov A.I. participates in the work of the Boards of Directors of energy companies, including as an independent director: at PJSC Rosseti Centre and Volga Region from June 2019 to June 2025; at PJSC Rosseti Volga from June 2022 to the present; in JSC Rosseti Kuban from June 2021 to the present.

Kazakov A.I. has considerable experience working in the fuel and energy sector, which not only demonstrates his deep understanding of the specifics of PJSC Rosseti South's operations, but also provides Kazakov A.I. with a foundation for effectively applying this knowledge when considering issues related to the Company's operational activities and and the Company's positioning in the electricity market. Throughout 2021-2025, his attitude, as a member of the Company's Board of Directors, was independent of the opinion of the Company's majority shareholder, other members of the Company's Board of Directors, and the attitude of the executive bodies of PJSC Rosseti South, based on a comprehensive study of the agenda-related information materials.

Kazakov A.I.'s experience is invaluable to the Company due to his professional expertise in strategic management, finance, and auditing, as well as his experience in management positions at energy companies, including as chairman of boards of directors.

1.3.4. Kazakov A.I. is a Russian statesman and politician, holds a doctorate in economics, and has a widely recognized reputation, which attests to his ability to form an independent attitude without external influence.

1.3.5. The agreement between the Company and PJSC Rosseti on the provision of a loan to the Company by the latter was concluded for the purposes of replenishing working capital, financing investment activities, refinancing the Borrower's debt portfolio, as well as other purposes as agreed with the Lender. The loan agreement was concluded to attract intra-group debt financing at rates that are lowwer than those available at the time of the agreement's conclusion for borrowing from credit institutions, and for a term that is longer than those available for bank lending.

This transaction was approved by the Company's Board of Directors in accordance with subclause 28 of cluase 15.1 of Article 15 of the Charter of PJSC Rosseti South.

The agreement between the Company and PJSC Rosseti on the contribution to the Company's property, which does not increase its authorized capital and does not change the nominal value of the Company's shares, the source of which is subsidy provided to PJSC Rosseti from the federal budget in accordance with the Budget Code of the Russian Federation, Federal Law No. 419-FZ dated November 30, 2024, "On the Federal Budget for 2025 and the Planning Period of 2026 and 2027", Decree of the Government of the Russian Federation dated October 25, 2023 No. 1780 "On the Approval of the Rules for the Provision of Subsidies from the Budgets of the Budgetary System of the Russian Federation, Including Grants in the Form of Subsidies, to Legal Entities, Individual Entrepreneurs, and Individuals Who Are Producers of Goods, Works, and Services", Resolution No. 24-62116-01558-R of February 28, 2025, on the procedure for providing subsidies, as well as the agreement (contract) on the provision of a subsidy to PJSC Rosseti from the federal budget in the form of a contribution to the property of a legal entity that does not increase its authorized capital dated February 29, 2024, No. 022-11 -2024-002 dated February 28, 2025, taking into account the amendments and additions made by the supplementary agreement dated February 28, 2025, No. 022-11-2024-002/1 and the supplementary agreement dated July 24, 2025, No. 022-11 -2024-002/2, was concluded with the aim of achieving the result (implementation of measures) of the federal project "Guaranteed Provision of Affordable Electricity" under the Russian Federation's state program "Energy Development" and financial support (reimbursement) of the Company's costs for maintaining a reliable supply of electricity to consumers through the implementation of measures to improve the reliability of the power grid complex by purchasing the necessary goods, works, and services.

This transaction has been approved by the Company's Board of Directors in accordance with clause 6.3 of Article 6 and subclause 68(a) of clause 15.1 of Article 15 of the Articles of Association (Charter) of PJSC Rosseti South.

Rosseti Kuban JSC and Rosseti Volga PJSC are controlled entities of the Company's significant counterparty, Rosseti PJSC, and they do not and cannot influence either the resolutions adopted by the management bodies of Rosseti South PJSC or the financial and economic activities of Rosseti South PJSC.

1.4. It should be noted that the resolution to recognize Kazakov A.I., a member of the Board of Directors, as an independent director is justified and well-founded.

Voting results:

Krainsky D.V.	-	FOR	Klinkov O.Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Aleshin A.G.	-	FOR	Nikitchanova E.V.	-	FOR
Kazakov A.I.	-	FOR	Tikhonova M.G.	-	FOR
Rybin A.A.	-	FOR	Ebzeev B.B.	-	FOR

The resolution was adopted.

2.1. In accordance with the assessment of the compliance of Ekaterina Vladimirovna Nikitchanova, member of the Company's Board of Directors, with the criteria for determining independence established in Appendix 4 to the Rules and the recommendations of the Personnel and Remuneration Committee of the Board of Directors of PJSC Rosseti South (Minutes No. 174 dated June 3, 2025), Nikitchanova E.V. shall be recognized as an independent director despite the existence of criteria for her affiliation:

2.1.1. with a significant shareholder of the Company, namely, PJSC Rosseti (subclause 3 of clause 5 of Appendix 4 to the Rules):

- Nikitchanova E.V. holds the position of member of the Board of Directors in more than two legal entities controlled by the Russian Federation, the entity that controls the significant shareholder of the Company (PJSC Rosseti), namely, PJSC Rosseti South, JSC Sovetskaya Sibir (indirect control), JSC TPO St. Petersburg Documentary Film Studio, JSC Russian Newspapers (direct control).

2.2. Note that no other criteria for affiliation have been identified.

2.3. Admit that such related relationships with a significant shareholder of the Company with a significant shareholder of the Company, and with a significant counterparty of the Company are formal and do not affect either the independence of Nikitchanova E.V. in forming her attitude on the agenda items of the meetings (absentee voting) of the Company's Board of Directors, nor on her ability to make objective, conscientious, and independent decisions, free from the influence of the executive bodies, the significant shareholder PJSC Rosseti South, based on the following:

2.3.1. Nikitchanova E.V. is not obliged to vote in accordance with the voting instructions and attitudes formed by the Company's significant shareholder, PJSC Rosseti, or to vote in accordance with the directives or other attitude formed by the Russian Federation, the entity that controls the Company's significant shareholder, PJSC Rosseti, since the Russian Federation controls PJSC Rosseti South indirectly only.

2.3.2. Nikitchanova E.V. was previously recognized as an independent director by resolutions of the Board of Directors of PJSC Rosseti South (minutes dated August 8, 2022 No. 493/2022, No. 546/2023 dated October 6, 2023, No. 586/2024 dated August 16, 2024); from October 2021 to July 2023, she was a member of the Audit Committee of the Board of Directors of PJSC Rosseti South; from August 2023 to the present, she has been a member of the Personnel and Remuneration Committee of the Board of Directors of PJSC Rosseti South and actively participates in all meetings (absentee voting) of the Company's Board of Directors and the Personnel and Remuneration Committee of the Company's Board of Directors (100% participation).

2.3.3. Nikitchanova E.V.'s deep understanding of the specifics of working and making management decisions in a corporation is evidenced by her professional experience and competencies, including in the field of corporate governance (conducting corporate governance audits of large and medium-sized Russian companies, creating and implementing remuneration systems and evaluating the work of the board of directors); her participation in research projects of R&D, including those conducted jointly with the Higher School of Economics and the New Economic School; her participation as a top manager of R&D in the development and implementation of its development strategy; participation in the development of regulatory legal acts of the Federal Securities Commission of Russia/the Federal Financial Markets Service of Russia and a number of bills, experience in interacting with government agencies (the State Duma of the Federal Assembly of the Russian Federation, the Ministry of Economic Development of Russia, the Federal Property Management Agency, the Bank of Russia, various expert and public organizations).

Throughout 2021-2025, Nikitchanova E.V.'s attitude, as a member of the Company's Board of Directors, was independent of the opinion of the Company's majority shareholder, other members of the Company's Board of Directors, and the attitude of the executive bodies of the Company, based on a comprehensive study of the agenda-related information materials.

2.4. It should be noted that the resolution to recognize Nikitchanova E.V., a member of the Board of Directors, as an independent director is justified and well-founded.

Voting results:

Krainsky D.V.	-	FOR	Klinkov O.Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Aleshin A.G.	-	FOR	Nikitchanova E.V.	-	FOR
Kazakov A.I.	-	FOR	Tikhonova M.G.	-	FOR
Rybin A.A.	-	FOR	Ebzeev B.B.	-	FOR

The resolution was adopted.

3.1. In accordance with the assessment of the compliance of Zarkhin Vitaly Yuryevich, member of the Company's Board of Directors, with the criteria for determining independence established in Appendix 4 to the Rules and the recommendations of the Personnel and Remuneration Committee of the Board of Directors of PJSC Rosseti South (Minutes No. 174 dated June 3, 2025), Zarkhin V.Yu. shall be recognized as an independent director despite the existence of criteria for his affiliation:

3.1.1. with the Company:

- Zarkhin V.Yu. holds the position of member of the Board of Directors in organizations controlled by the entity that controlls the Company (PJSC Rosseti), namely, PJSC Rosseti Center, PJSC Rosseti Center and Volga Region (subclause 2 of clause 4 of Appendix 4 to the Rules);

- Zarkhin V.Yu. has held the position of member of the Board of Directors of the Company for a total of more than 7 years (paragraph nine of clause 4 of Appendix 4 to the Rules).

3.1.2. with a significant shareholder of the Company, namely, PJSC Rosseti (subclause 3 of clause 5 of Appendix 4 to the Rules):

- Zarkhin V.Yu. holds the position of member of the Board of Directors in more than two legal entities controlled by a significant shareholder of the Company (PJSC Rosseti), as well as those under the indirect control of the Russian Federation, the entity that controls the significant shareholder of the Company, namely, in PJSC Rosseti South, PJSC Rosseti Center, PJSC Rosseti Center and Volga Region.

3.1.3. with a significant counterparty of the Company, namely, PJSC Rosseti (subclause 1 of clause 6 of Appendix 4 to the Rules):

- Zarkhin V.Yu. holds the position of member of the Board of Directors at PJSC Rosseti Center, PJSC Rosseti Center and Volga Region, which are controlled entities of the Company's significant counterparty, PJSC Rosseti, the amount of obligations under contracts with which exceeds 2% of the book value of the Company's consolidated assets as of June 30, 2025, and 2% of the Company's consolidated revenue (income) of the Company as of December 31, 2024.

3.2. Note that no other criteria for affiliation have been identified.

3.3. Admit that such related relationships with the Company, with a significant shareholder of the Company, and with a significant counterparty of the Company are formal and do not affect either the independence of Zarkhin V.Yu. in forming his attitude on the agenda items of the meetings (absentee voting) of the Company's Board of Directors, nor on his ability to make objective, conscientious, and independent decisions, free from the influence of the executive bodies, the significant shareholder, and the significant counterparty of the Company, based on the following:

3.3.1. Zarkhin V.Yu. was nominated as a candidate to the Board of Directors of PJSC Rosseti South by a shareholder that is not a controlling shareholder of the Company (Prosperity Fundamental Value Fund that holds 2.93% of the Company's voting shares). This shareholder is neither a significant shareholder of the Company, nor an entity that controls PJSC Rosseti, nor a person controlled by PJSC Rosseti. Zarkhin V.Yu. is an active representative of minority shareholders.

3.3.2. Zarkhin V.Yu. is not obliged to vote in accordance with the voting instructions and attitudes formed by the Company's significant shareholder, PJSC Rosseti, or to vote in accordance with the directives or other attitude formed by the Russian Federation, the entity that controls the Company's significant shareholder, PJSC Rosseti, since the Russian Federation controls PJSC Rosseti South indirectly only.

3.3.3. Zarkhin V.Yu. was previously recognized as an independent director by resolutions of the Board of Directors of PJSC Rosseti South (minutes dated August 8, 2022, No. 493/2022, No. 546/2023 dated October 6, 2023); he was a member of the Audit Committee of the Company's Board of Directors from July 2019 to July 2020; from July 2020 to June 2023, he was a member of the Personnel and Remuneration Committee of the Company's Board of Directors, and from July 2020 to August 2022, he was a member of the Committee on Technological Connection to Electrical Networks of the Company's Board of Directors. From July 2020 to the present, Zarkhin V.Yu. has been a member of the Reliability Committee of the Company's Board of Directors, and from July 2019 to the present, he has been a member of the Strategy Committee of the Company's Board of Directors. He actively participates in all meetings (absentee voting) of the Board of Directors and Committees of the Board of Directors of the Company (100% participation).

During preparation for meetings (absentee voting) of the Board of Directors and Committees of the Board of Directors of the Company, Zarkhin V.Yu. requests additional information and clarifications, and in some cases he sends special opinions, which demonstrates his independence, autonomy, and use of his professional experience and knowledge, as well as expert judgment when adopting resolutions aimed at the long-term interests of the Company.

3.3.4. Zarkhin V.Yu. has been a member of the Boards of Directors of companies in the energy sector, including as an independent director, from June 2019 to June 2021; at EL5-Energo PJSC (formerly Enel Russia PJSC) from June to November 2022; at Rosseti Siberia PJSC from June 2021 to June 2023; at Rosseti Centre PJSC from May 2019 to the present; at Rosseti Centre and Volga Region PJSC from June 2019 to the present.

With his knowledge of the specifics of the energy industry, Zarkhin V.Yu. can make informed judgments on the issues considered by the Company's Board of Directors. Throughout 2019-2025, his attitude, as a member of the Company's Board of Directors, was independent of the opinion of the Company's majority shareholder, other members of the Company's Board of Directors, and the attitude of the executive bodies of PJSC Rosseti South, based on a comprehensive study of information materials on the agenda of the meetings (absentee voting) of the Board of Directors.

3.3.5. The agreement between the Company and PJSC Rosseti on the provision of a loan to the Company by the latter was concluded for the purposes of replenishing working capital, financing investment activities, refinancing the Borrower's debt portfolio, as well as other purposes as agreed with the Lender. The loan agreement was concluded to attract intra-group debt financing at rates that are lowwer than those available at the time of the agreement's conclusion for borrowing from credit institutions, and for a term that is longer than those available for bank lending.

This transaction was approved by the Company's Board of Directors in accordance with subclause 28 of cluase 15.1 of Article 15 of the Charter of PJSC Rosseti South. It must be noted that Zarkhin V.Yu. voted “against” the Board of Directors of the Company adopting a resolution on granting consent to the execution of this interested party transaction.

The agreement between the Company and PJSC Rosseti on the contribution to the Company's property, which does not increase its authorized capital and does not change the nominal value of the Company's shares, the source of which is subsidy provided to PJSC Rosseti from the federal budget in accordance with the Budget Code of the Russian Federation, Federal Law No. 419-FZ dated November 30, 2024, “On the Federal Budget for 2025 and the Planning Period of 2026 and 2027”, Decree of the Government of the Russian Federation dated October 25, 2023 No. 1780 “On the Approval of the Rules for the Provision of Subsidies from the Budgets of the Budgetary System of the Russian Federation, Including Grants in the Form of Subsidies, to Legal Entities, Individual Entrepreneurs, and Individuals Who Are Producers of Goods, Works, and Services”, Resolution No. 24-62116-01558-R of February 28, 2025, on the procedure for providing subsidies, as well as the agreement (contract) on the provision of a subsidy to PJSC Rosseti from the federal budget in the form of a contribution to the property of a legal entity that does not increase its authorized capital dated February 29, 2024, No. 022-11 - 2024-002 dated February 28, 2025, taking into account the amendments and additions made by the supplementary agreement dated February 28, 2025, No. 022-11-2024-002/1 and the supplementary agreement dated July 24, 2025, No. 022-11 -2024-002/2, was concluded with the aim of achieving the result (implementation of measures) of the federal project “Guaranteed Provision of Affordable Electricity” under the Russian Federation's state program “Energy Development” and financial support (reimbursement) of the Company's costs for maintaining a reliable supply of electricity to consumers through the implementation of measures to improve the reliability of the power grid complex by purchasing the necessary goods, works, and services.

This transaction has been approved by the Company's Board of Directors in accordance with clause 6.3 of Article 6 and subclause 68(a) of clause 15.1 of Article 15 of the Articles of Association (Charter) of PJSC Rosseti South.

Rosseti Center PJSC and Rosseti Center and Volga Region PJSC are controlled entities of the Company's significant counterparty, Rosseti PJSC, and they do not and cannot influence either the resolutions adopted by the management bodies of Rosseti South PJSC or the financial and economic activities of Rosseti South PJSC.

3.4. It should be noted that the resolution to recognize Zarkhin V.Yu., a member of the Board of Directors, as an independent director is justified and well-founded.

Voting results:

Krainsky D.V.	-	ABSTAIN	Klinkov O.Yu.	-	ABSTAIN
Dokuchaeva M.A.	-	ABSTAIN	Kravchenko K.Yu.	-	ABSTAIN
Aleshin A.G.	-	ABSTAIN	Nikitchanova E.V.	-	ABSTAIN
Kazakov A.I.	-	ABSTAIN	Tikhonova M.G.	-	ABSTAIN
Rybin A.A.	-	ABSTAIN	Ebzeev B.B.	-	ABSTAIN

No resolution was adopted.

Item:

3. On the composition of the Audit Committee of the Board of Directors of PJSC Rosseti South.

Resolution:

1. Determine that, quantitatively, the Audit Committee of the Board of Directors of PJSC Rosseti South shall consist of three (3) persons.

Voting results:

Krainsky D.V.	-	FOR	Klinkov O.Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Aleshin A.G.	-	FOR	Nikitchanova E.V.	-	FOR
Kazakov A.I.	-	FOR	Tikhonova M.G.	-	FOR
Rybin A.A.	-	FOR	Ebzeev B.B.	-	FOR

The resolution was adopted.

2. Elect the following persons as members of the Audit Committee of the Board of Directors of PJSC Rosseti South:

№	Last name, first name, patronymic	Position at the time of nomination
1.	Nikitchanova Ekaterina Vladimirovna	Member of the Board of Directors of Rosseti South PJSC, Deputy Director - Head of NP RID Expert Center

Voting results:

Krainsky D.V.	-	FOR	Klinkov O.Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Aleshin A.G.	-	FOR	Nikitchanova E.V.	-	FOR
Kazakov A.I.	-	FOR	Tikhonova M.G.	-	FOR
Rybin A.A.	-	FOR	Ebzeev B.B.	-	FOR

The resolution was adopted.

№	Last name, first name, patronymic	Position at the time of nomination
1.	Kazakov Alexander Ivanovich	Member of the Board of Directors of Rosseti South PJSC

Voting results:

Krainsky D.V.	-	FOR	Klinkov O.Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Aleshin A.G.	-	FOR	Nikitchanova E.V.	-	FOR
Kazakov A.I.	-	FOR	Tikhonova M.G.	-	FOR
Rybin A.A.	-	FOR	Ebzeev B.B.	-	FOR

The resolution was adopted.

№	Last name, first name, patronymic	Position at the time of nomination
1.	Ulyanov Anton Sergeevich	Director for Internal Audit, Head of the Internal Audit Department of Rosseti PJSC

Voting results:

Krainsky D.V.	-	FOR	Klinkov O.Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Aleshin A.G.	-	FOR	Nikitchanova E.V.	-	FOR
Kazakov A.I.	-	FOR	Tikhonova M.G.	-	FOR
Rybin A.A.	-	FOR	Ebzeev B.B.	-	FOR

The resolution was adopted.

№	Last name, first name, patronymic	Position at the time of nomination
1.	Zarhin Vitaly Yuryevich	Member of the Board of Directors of Rosseti South PJSC

Voting results:

Krainsky D.V.	-	ABSTAIN	Klinkov O.Yu.	-	ABSTAIN
Dokuchaeva M.A.	-	ABSTAIN	Kravchenko K.Yu.	-	ABSTAIN
Aleshin A.G.	-	ABSTAIN	Nikitchanova E.V.	-	ABSTAIN
Kazakov A.I.	-	ABSTAIN	Tikhonova M.G.	-	ABSTAIN
Rybin A.A.	-	ABSTAIN	Ebzeev B.B.	-	ABSTAIN

No resolution was adopted.

3. Elect Ekaterina Vladimirovna Nikitchanova as Chair of the Audit Committee of the Board of Directors of PJSC Rosseti South.

Voting results:

Krainsky D.V.	-	FOR	Klinkov O.Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Aleshin A.G.	-	FOR	Nikitchanova E.V.	-	FOR
Kazakov A.I.	-	FOR	Tikhonova M.G.	-	FOR
Rybin A.A.	-	FOR	Ebzeev B.B.	-	FOR

The resolution was adopted.

Item:

4. On the specifics of approving reports on the achievement of key performance indicators and functional key performance indicators of the management of PJSC Rosseti South for 2025.

Resolution:

Given that the reports on the achievement of key performance indicators (hereinafter referred to as "KPI") and functional key performance indicators (hereinafter referred to as "FKPI") of the management of PJSC Rosseti South for 2025 (hereinafter referred to as "KPI/FKPI Reports of PJSC Rosseti South for 2025") will be considered by the Board of Directors of PJSC Rosseti South after information on the termination of the activities of JSC Rosseti Kuban as a result of its reorganization in the form of a merger with PJSC Rosseti South is entered into the Unified State Register of Legal Entities, the management of PJSC Rosseti South is instructed to:

1. Ensure that the accounting of the actual KPI/FKPI values of PJSC Rosseti South and JSC Rosseti Kuban for 2025 as a whole, approved by the boards of directors of PJSC Rosseti South and JSC Rosseti Kuban for 2025, is maintained separately within the boundaries of the activities prior to the reorganization of JSC Rosseti Kuban through its merger with PJSC Rosseti South.
2. When preparing the KPI/FKPI Reports of PJSC Rosseti South for 2025 and the Reports on the achievement of KPIs and FKPIs by the management of JSC Rosseti Kuban for 2025 (hereinafter referred to as the "KPI/ FCKP Reports of JSC Rosseti Kuban for 2025"), ensure that the actual values of the indicators of PJSC Rosseti South and JSC Rosseti Kuban as calculated in view of clause 1 of this resolution are considered.
3. Submit the KPI/FKPI Reports of PJSC Rosseti South for 2025 to the Board of Directors of PJSC Rosseti South for approval, separately including the KPI/FKPI Reports of JSC Rosseti Kuban for 2025 therein, while applying the KPI/FKPI target values approved by the Boards of Directors of PJSC Rosseti South and JSC Rosseti Kuban for 2025, calculated without taking into account the factor of the reorganization of JSC Rosseti Kuban in the form of its merger with PJSC Rosseti South.

Voting results:

Krainsky D.V.	-	FOR	Klinkov O.Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Aleshin A.G.	-	FOR	Nikitchanova E.V.	-	FOR
Kazakov A.I.	-	FOR	Tikhonova M.G.	-	FOR
Rybin A.A.	-	FOR	Ebzeev B.B.	-	FOR

The resolution was adopted.

Item:

5. On the procedure for preparing PJSC Rosseti South's reports based on the results of 2025.

Resolution:

Given that the results of the financial and economic activities of PJSC Rosseti South and JSC Rosseti Kuban for 2025 will be reviewed by the Board of Directors of PJSC Rosseti South after the information on the termination of JSC Rosseti Kuban's activities as a result of its reorganization in the form of a merger with PJSC Rosseti South is entered into the Unified State Register of Legal Entities, the management of PJSC Rosseti South shall be instructed to include the reports of JSC Rosseti Kuban (Kubanenergo, a branch of PJSC Rosseti South), which are prepared separately, into the reports of PJSC Rosseti South for 2025, which are subject to review by the Board of Directors of PJSC Rosseti South within the framework of the issues provided for by the Charter of PJSC Rosseti South and the instructions of the Board of Directors of PJSC Rosseti South.

Voting results:

Krainsky D.V.	-	FOR	Klinkov O.Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Aleshin A.G.	-	FOR	Nikitchanova E.V.	-	FOR
Kazakov A.I.	-	FOR	Tikhonova M.G.	-	FOR
Rybin A.A.	-	FOR	Ebzeev B.B.	-	FOR

The resolution was adopted.

Item:

6. On amendments to the Regulations regarding the management of the corporate identity of PJSC Rosseti South.

Resolution:

Make the following changes to the Regulations on Corporate Identity Management of PJSC Rosseti South, approved by the resolution of the Company's Board of Directors on October 13, 2023, minutes No. 547/2023 dated October 16, 2023 (hereinafter referred to as the “Regulations”):

1. Rewrite pages 54-60, 69, 84-86 of the Guidelines for the Use of the Corporate Identity of PJSC Rosseti South (Appendix 1 to the Regulations) in accordance with Appendix 2.
2. Rewrite page 9 of the Guidelines for the Design of Rosseti South PJSC Vehicles and Special Equipment (Appendix 2 to the Regulations) in accordance with Appendix 3.

Voting results:

Krainsky D.V.	-	FOR	Klinkov O.Yu.	-	FOR
Dokuchaeva M.A.	-	FOR	Kravchenko K.Yu.	-	FOR
Aleshin A.G.	-	FOR	Nikitchanova E.V.	-	FOR
Kazakov A.I.	-	FOR	Tikhonova M.G.	-	FOR
Rybin A.A.	-	FOR	Ebzeev B.B.	-	FOR

The resolution was adopted.

Chairman of the Board of Directors D.V. Krainsky

Corporate Secretary L.N. Kuznetsova