**MINUTES**

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

Rostov-on-Don

September 29, 2021 No. 450/2021

**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 01, 2021

**AGENDA**

1. *On election of the Chairman of the Board of Directors of Rosseti South PJSC.*
2. *On consideration of the Report on implementation of the Program for development of smart electricity metering in electric grids of Rosseti South PJSC for 2020.*
3. *On consideration of the RAS- and IFRS-based consolidated Business Plans Performance Report of the Rosseti South Group of Companies for the Q1 2021.*
4. *On consideration of the Report of the General Director of the Company on implementation in the 2nd quarter of 2021 of the resolutions taken at the meetings of the Company's Board of Directors.*
5. *On consideration of the Report of Rosseti South PJSC on the provision of insurance protection in the 2nd quarter of 2020.*
6. *On consideration of the Credit Policy Report of Rosseti South PJSC for the 2nd quarter of 2021.*
7. *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 2021".*

**Item No. 1: On election of the Chairman of the Board of Directors of Rosseti South PJSC.**

**RESOLUTION:**

Elect Daniil Vladimirovich Krainsky, Deputy General Director for Legal Support of Rosseti PJSC as the Chairman of the Board of Directors of Rosseti South PJSC.

**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. 2: On consideration of the Report on implementation of the Program for development of smart electricity metering in electric grids of Rosseti South PJSC for 2020.**

**RESOLUTION:**

Take in consideration the Report on implementation of the Program for development of smart electricity metering in electric grids of Rosseti South PJSC for 2020 in accordance with Annex No. 1 hereto.

2. Make note of non-fulfillment of the planned targets for the installation of electricity metering devices by 47% and development by 52%.

3. Instruct the Sole Executive Body of the Company to enhance control over implementation of measures provided for by the approved Program for development of smart electricity metering in electric grids of Rosseti South PJSC for 2020-2030.

**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 |  |  |  |  |  |

**The resolution was adopted.**

**Item No. 3: On consideration of the RAS- and IFRS-based consolidated Business Plans Performance Report of the Rosseti South Group of Companies for the Q1 2021.**

**RESOLUTION:**

Take into account the RAS- and IFRS-based consolidated Business Plans Performance Report of the Rosseti South Group of Companies for the Q1 2021, in accordance with Annexes 2-3 to this Resolution 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 | **-** | **"ABSTAINED"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** |  |  |  |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No. 4: On consideration of the Report of the General Director of the Company on implementation in the 2nd quarter of 2021 of the resolutions taken at the meetings of the Company's Board of Directors.**

**RESOLUTION:**

Take in consideration the report of the General Director of the Company on the implementation in the 2nd quarter of 2021of the resolutions adopted at the meetings of the Company's Board of Directors, in accordance with Annex 4 to this Resolution 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. 5: On consideration of the Report of Rosseti South PJSC on the provision of insurance protection in the 2nd quarter of 2020.**

**RESOLUTION:**

Take the report of the Company's Single Executive Body in consideration on providing insurance coverage in Q2 2021 as per Annex 5 to this resolution of the 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 | **-** | **"ABSTAINED"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** |  |  |  |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No. 6: On consideration of the Credit Policy Report of Rosseti South PJSC for the 2nd quarter of 2021.**

**RESOLUTION:**

Take in consideration the report on the credit policy of Rosseti South PJSC for the 2nd quarter of 2021 in accordance with Annex 6 to this Resolution 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. 7: 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 2021".**

**RESOLUTION:**

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 2021" to vote FOR the adoption of the following decision:

Take in consideration the Credit Policy Report of VMES JSC for the 2nd quarter of 2021 in accordance with Annex 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.**

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