**MINUTES**

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

Rostov-on-Don

29.12.2021 №463/2021

**Meeting format:** in person and in absentia (including through videoconferencing).

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| **Timing and venue:** | 29.12.2021, 15:30 – 16:00  |

**Date of the Minutes:** 30.12.2021.

**Members of the Board of Directors attending the meeting:** D.V. Krainsky (Chairman), P.V. Grebtsov, A.I. Kazakov, O.Yu. Klinkov, M.V. Korotkova, E.V. Prokhorov B.B. Ebzeev.

**A quorum is present.**

**Members of the Board of Directors who participated by sending the polling forms:** I.D. Alyushenko, V.Yu. Zarkhin, M.V. Nikitchanova, A.A. Polinov.

**Invited ​guests of Rosseti South PJSC:**

K.A. Iordanidi, Deputy General Director for Economics and Finance (speaker on Item No. 1),

Deputy Business Area Director,

Deputy General Directors - Branch Director.

**AGENDA**

*1. On approval of the Rosseti South PJSC business plan for 2022 and forecast indicators for 2023-2026.*

**Item No.1: On approval of the Rosseti South PJSC business plan for 2022 and forecast indicators for 2023-2026.**

**AGENDA:** K.A. Iordanidi, Deputy General Director for Economics and Finance of the Company, with a report on the item.

**RESOLUTION (put to vote):**

1. Approve the business plan of Rosseti South PJSC for 2022 and take in consideration the forecast indicators for 2023-2026 in accordance with Annex 1 to this resolution of the Company's Board of Directors.
2. Entrust the Single Executive Body of the Company:
	1. in order to increase the financial stability of Rosseti South PJSC, to take measures to reduce the loss from electricity transmission services in 2022 and subsequent periods, including by reducing the debt burden, as well as coordinating operating expenses with the level of operating expenses, provided in tariff and balance-sheet decisions for each subject of tariff regulation with ensuring their unconditional compliance with the beginning of a new long-term regulatory period;
	2. to ensure that the volume of liabilities and interest expenses included in the business plan, incl. capitalized in the cost of fixed assets, is not exceeded by the results of each quarter of 2022.
	3. to ensure submission to the Board of Directors of the Company of a report on execution of instructions in accordance with clauses 2.1 and 2.2 of this resolution of the Board of Directors of the Company.

Term: annually until February 28 (starting from 2023).

3. Establish the personal responsibility of the management of Rosseti South PJSC for the unconditional execution of instructions under Clause 2 of 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"** | A.A. Polinov  | **-** | **"FOR"** |
| V.Yu. Zarkhin | **-** | **"AGAINST"** | E.V. Prokhorov  | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** | B.B. Ebzeev | **-** | **"FOR"** |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

 *On the agenda item no.1 of the Meeting of the Board of Directors of Rosseti South PJSC, a Special Opinion of Vitaly Yurievich Zarhin, Member of the Company's Board of Directors was received (Annex 2 to the Minutes of the meeting of the Company's Board of Directors).*

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