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

27.06.2024 No. 581/2024

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: 27.06.2024

AGENDA

1. *On determining the position of Rosseti South, PJSC (representatives of Rosseti South, PJSC) on the agenda of the meetings of the Boards of Directors of JSC Recreation Center Energetik, JSC Energoservice South and JSC VMES.*
2. *On determining the position of Rosseti South, PJSC (representatives of Rosseti South, PJSC) on the agenda of the annual General Meetings of Shareholders of JSC Recreation Center Energetik, JSC Energoservice South and JSC VMES.*
3. *On determining the position of Rosseti South, PJSC (representatives of Rosseti South, PJSC) on the agenda of the annual General Meeting of Shareholders of JSC Recreation Center Energetik, JSC Energoservice South and JSC VMES "On the election of members of the Audit Commission of the Company".*
4. *On proposals to the annual General Meeting of Shareholders of VMES JSC regarding the candidature of the auditor of VMES JSC.*

ISSUE NO. 1: On determining the position of Rosseti South, PJSC (representatives of Rosseti South, PJSC) on the agenda of the meetings of the Boards of Directors of JSC Recreation Center Energetik, JSC Energoservice of the South and JSC VMES.
RESOLUTION:

1. Entrust the representatives of Rosseti South PJSC in the Board of Directors of Recreation Center Energetik JSC with voting “FOR” the following resolution on the item on the agenda of the meeting of the Board of Directors of Recreation Center Energetik JSC “On recommendations to the General Meeting of Shareholders of the Company on the distribution of profit (losses), including the amount of dividends on shares and the procedure for their payment, based on the results of 2023":

"1. Recommend the annual General Shareholders Meeting of Recreation Center Energetik JSC to approve the following distribution of profit (losses) of Recreation Center Energetik JSC for the reporting year 2023:

Name	thous. rub.
Undistributed income (loss) of the reporting period:	126
To distribute for: Reserve fund	7
Income for development	119
Dividends	0
Loss recovery of the past	0

2. Recommend the annual General Meeting of Shareholders of Recreation Center Energetik JSC to adopt the following resolution:

"Not to pay dividends on ordinary shares of Recreation Center Energetik JSC based on the results of 2023".

2. Entrust the representatives of Rosseti South PJSC in the Board of Directors of Energy Service of the South JSC with voting "FOR" the following resolution on the item on the agenda of the meeting of the Board of Directors of Energy Service of the South JSC "On recommendations to the General Meeting of Shareholders of the Company on the distribution of profit (losses), including the amount of dividends on shares and the procedure for their payment, based on the results of 2023":

"1. Recommend that the Annual General Meeting of Shareholders of Energy Service of the South JSC approve the following distribution of income (losses) of the Company for the 2023 reporting year:

Name	thous. rub.
Undistributed income (loss) of the reporting period:	201,561
To distribute for: Reserve fund	0
Income for development	100,780
Dividends	100,781
Loss recovery of the past	0

2. Recommend the annual General Meeting of Shareholders of Energy Service of the South JSC to adopt the following resolution:

"To pay dividends on the ordinary shares of Energy Service of the South JSC based on the results of 2023 in the amount of RUB 40,312.4 per one ordinary share of the Company in cash.

The term for payment of dividends to a nominal holder and a trustee who is a professional participant in the securities market is no more than 10 working days, to other shareholders registered in the register - 25 working days from the date of compiling the list of persons entitled to receive dividends.

Determine the date for compiling the list of persons entitled to receive dividends – July 13, 2024."

3. Entrust the representatives of Rosseti South PJSC in the Board of Directors of VMES JSC with voting "FOR" the following resolution on the item on the agenda of the meeting of the Board of VMES JSC "On recommendations to the General Meeting of Shareholders of the Company on the distribution of profit (losses), including the amount of dividends on shares and the procedure for their payment, based on the results of 2023":

"1. Recommend that the Annual General Meeting of Shareholders of VMES JSC approve the following distribution of income (losses) of VMES JSC for the 2023 reporting year:

Name	thous. rub.
Undistributed income (loss) of the reporting period:	1,423,771
To distribute for: Reserve fund	71,189
Income for development	1,352,582
Dividends	0
Loss recovery of the past	0

2. Recommend the annual General Meeting of Shareholders of VMES JSC to adopt the following resolution:

"Not to pay dividends on ordinary shares of VMES JSC based on the results of 2023".

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.	-	**"IN FAVOR"**	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.

ISSUE NO. 2: On determining the position of Rosseti South, PJSC (representatives of Rosseti South, PJSC) on the agenda of the annual General Meetings of Shareholders of JSC Recreation Center Energetik, JSC Energoservice South and JSC VMES.
RESOLUTION:

1.1. Instruct the representatives of Rosseti South, PJSC at the annual General Meeting of Shareholders of JSC Recreation Center "Energetik" on the issue "On the election of members of the Board of Directors of the Company" to vote "IN FAVOR" of adoption of the following decision:

Elect the Board of Directors of Recreation Base Energetik JSC consisting of:

No.	Name	Position at the moment of nomination
1	Dzhabrailova Yulianna Khasanovna	Deputy General Director, Chief of Staff of ROSSETI South, PJSC
2	Iordanidi Kirill Alexandrovich	Deputy General Director for Economics and Finance ROSSETI South, PJSC
3	Kalmykova Olga Nikolaevna	Head of the Personnel Management and Organizational Design Department of PJSC ROSSETI
4	Kirichenko Tatiana Sergeyevna	Chief Expert of Corporate Governance and Shareholder Relations of ROSSETI South, PJSC
5	Tabulov Rustam Elizarovich	Chief Expert of the Corporate Relations Division of the Corporate Governance Department of Rosseti PJSC

1.2. Instruct the representatives of Rosseti South, PJSC at the annual General Meeting of Shareholders of "Energoservice of the South" JSC on the issue "On the election of members of the Board of Directors of the Company" to vote "IN FAVOR" of adoption of the following decision:

Eelect the Board of Directors of Energoservice of South JSC consisting of:

No.	Name	Position at the moment of nomination
1	Ebzeev Boris Borisovich	General Director of ROSSETI South, PJSC
2	Goncharov Pavel Viktorovich	First Deputy General Director, Chief Engineer of Rosseti South PJSC
3	Zhuravlev Dmitry Olegovich	Deputy General Director for Development and Technological Connection of Rosseti South PJSC, General Director of JSC "Energoservice of the South"
4	Dokuchaev Aleksey Stanislavovich	Head of the Security Department for the Rostov Region of the Security and Anti-Corruption Policy Department of Rosseti South PJSC
5	Kalashnikov Nikita Vladimirovich	Deputy General Director for Investment and Capital Construction of Rosseti South PJSC
6	Bychko Mikhail Alexandrovich	Head of the Capital Construction Department of Rosseti PJSC
7	Tabulov Rustam Elizarovich	Chief Expert of the Corporate Relations Division of the Corporate Governance Department of Rosseti PJSC

1.3. Instruct the representatives of Rosseti South, PJSC at the annual General Meeting of Shareholders of JSC "VMES" on the issue "On the election of members of the Board of Directors of the Company" to vote "IN FAVOR" of adoption of the following decision:

Elect the Board of Directors of VMES JSC consisting of:

No.	Name	Position at the moment of nomination
1	Ebzeev Boris Borisovich	General Director of ROSSETI South, PJSC
2	Musinov Oleg Valerievich	Deputy General Director for legal and corporate management of ROSSETI South, PJSC

3	Rybin Aleksei Aleksandrovich	Deputy General Director, Director of Volgogradenergo, the branch of ROSSETI South, PJSC; General Director of VMES JSC
4	Muiry Anton Gennadievich	Deputy General Director, Director of Rostovenergo, the branch of ROSSETI South, PJSC
5	Tkachenko Oleg Vadimovich	Head of the Corporate Relations Division of the Corporate Governance Department of Rosseti PJSC

Voting results:

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

The resolution was approved.

2.1. Instruct the representatives of Rosseti South PJSC at the annual General Meeting of Shareholders of JSC "Recreation Center "Energetik" on the issue "On the distribution of profits (including the payment of dividends) and losses of the Company based on the results of the 2023 reporting year" to vote "IN FAVOR" of the adoption of the following decision:

"1. Approve the following distribution of profit (loss) of Recreation Base Energetik JSC for the 2023 reporting year:

Name	thous. rub.
Undistributed income (loss) of the reporting period:	126
To distribute for: Reserve fund	7
Income for development	119
Dividends	0
Loss recovery of the past	0

2. Not to pay dividends on ordinary shares of Recreation Center Energetik JSC based on the results of 2023.

2.2. Instruct the representatives of Rosseti South PJSC at the annual General Meeting of Shareholders of "Energoservice of the South" JSC on the issue "On the distribution of profits (including the payment of dividends) and losses of the Company based on the results of the 2023 reporting year" to vote "IN FAVOR" of the adoption of the following decision:

"1. Approve the following distribution of profit (loss) of Energy Service of South JSC for the 2023 reporting year:

Name	thous. rub.
Undistributed income (loss) of the reporting period:	201,561
To distribute for: Reserve fund	0
Income for development	100,780
Dividends	100,781
Loss recovery of the past	0

2. To pay dividends on the ordinary shares of Energy Service of the South JSC based on the results of 2023 in the amount of RUB 40,312.4 per one ordinary share of the Company in cash.

The term for payment of dividends to a nominal holder and a trustee who is a professional participant in the securities market is no more than 10 working days, to other shareholders registered in the register - 25 working days from the date of compiling the list of persons entitled to receive dividends.

Determine the date for compiling the list of persons entitled to receive dividends – July 13, 2024."

2.3. Instruct the representatives of Rosseti South PJSC at the annual General Meeting of

Shareholders of JSC "VMES" on the issue "On the distribution of profits (including the payment of dividends) and losses of the Company based on the results of the 2023 reporting year" to vote "IN FAVOR" of the adoption of the following decision:

"1. To approve the following distribution of income (losses) of the Company for the 2023 reporting year:

Name	thous. rub.
Undistributed income (loss) of the reporting period:	1,423,771
To distribute for: Reserve fund	71,189
Income for development	1,352,582
Dividends	0
Loss recovery of the past	0

2. Not to pay dividends on ordinary shares of VMES JSC based on the results of 2023.

Voting results:

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

The resolution was approved.

ISSUE NO. 3: On determining the position of Rosseti South, PJSC (representatives of Rosseti South, PJSC) on the agenda of the annual General Meeting of Shareholders of JSC Recreation Center Energetik, JSC Energoservice South and JSC VMES "On the election of members of the Audit Commission of the Company".

RESOLUTION:

1. Instruct the representatives of Rosseti South, PJSC at the annual General Meeting of Shareholders of JSC Recreation Center "Energetik" on the issue "On the election of members of the Audit Commission of the Company" to vote "IN FAVOR" of the adoption of the following decision:

Elect to the Company's Inspection Commission as a part of:

No.	Name	Position at the moment of nomination
1.	Menshenin Alexey Evgenievich	Head of the Internal Control and Risk Management Department of Rosseti South PJSC
2.	Tikhonova Emilia Konstantinovna	Deputy Head of the Internal Control and Risk Management Department of Rosseti South PJSC
3.	Gudenko Anna Gennadyevna	Head of the Department of Anti-Corruption Compliance Procedures of the Security and Anti-Corruption Policy Department of Rosseti South PJSC

2. Instruct the representatives of Rosseti South, PJSC at the annual General Meeting of Shareholders of "Energoservice of the South" JSC on the issue "On the election of members of the Audit Commission of the Company" to vote "IN FAVOR" of the adoption of the following decision:

Elect to the Company's Inspection Commission as a part of:

No.	Name	Position at the moment of nomination
1.	Pechenkin Nikolay Vladimirovich	Internal Audit Director - Head of the Internal Audit Department of Rosseti South PJSC
2.	Menshenin Alexey Evgenievich	Head of the Internal Control and Risk Management Department of Rosseti South PJSC
3.	Gladkina Ekaterina Maksimovna	Chief Specialist of the Internal Audit Department of Rosseti South PJSC

3. Instruct the representatives of Rosseti South, PJSC at the annual General Meeting of Shareholders of JSC "VMES" on the issue "On the election of members of the Audit Commission of the Company" to vote "IN FAVOR" of the adoption of the following decision:

Elect to the Company's Inspection Commission as a part of:

o.	Name	Position at the moment of nomination
1.	Pechenkin Nikolay Vladimirovich	Internal Audit Director - Head of the Internal Audit Department of Rosseti South PJSC
2.	Roman Elena Sergeyevna	Deputy Head of Internal Audit Department of Rosseti South PJSC
3.	Kachaduryan Anastasiya Aleksandrovna	Key Specialist of the Internal Audit Department 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.	-	**"IN FAVOR"**	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.

ISSUE NO. 4: On proposals to the annual General Meeting of Shareholders of VMES JSC regarding the candidature of the auditor of VMES JSC.

RESOLUTION:

Nominate IBM Group LLC for appointment as an auditing organization at the Annual General Meeting of Shareholders of VMES JSC.

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.	-	**"IN FAVOR"**	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**