**MINUTES**

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

Rostov-on-Don

09.12.2021 № 459/2021

**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, A.A. Polinov, E.V.Prokhorov and B.B. Ebzeev.

**The polling forms were not provided and did not take part in the voting:** none.

**A quorum is present.**

**Date of the Minutes:** 10.12.2021.

**AGENDA**

1. *On consideration of the report on the execution of instructions of the Board of Directors of Rosseti South PJSC for the 3rd quarter of 2021.*
2. *On approval of the Insurance Protection Program of Rosseti South PJSC for 2022.*
3. *On approval of the insurer of Rosseti South PJSC.*
4. *On the current situation in the activities of Rosseti South PJSC on the technological connection of consumers to electric networks based on the results of 6 months of 2021.*
5. *On approval of the list of investment projects of Rosseti South PJSC subject to technological price audit in 2022.*
6. *On preliminary approval of a transaction related to the acquisition of property constituting fixed assets, which purpose is not the production, transmission, dispatching, distribution of electric and heat energy.*

**Item No.1: On consideration of the report on the execution of instructions of the Board of Directors of Rosseti South PJSC for the 3rd quarter of 2021.**

**RESOLUTION:**

Take in consideration the Report of the Single Executive Body of Rosseti South PJSC on implementation in the 3rd quarter of 2021 resolutions adopted at meetings of the Board of Directors of Rosseti South PJSC, in accordance with Annex 1 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 | **-** | **"FOR"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** | A.A. Polinov | **-** | **"FOR"** |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No.2: On approval of the Insurance Protection Program of Rosseti South PJSC for 2022.**

**RESOLUTION:**

Approve the Insurance Protection Program of the Company for 2022 in accordance with Annex 2 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"** | A.A. Polinov | **-** | **"FOR"** |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No. 3: On approval of the insurer of Rosseti South PJSC.**

**RESOLUTION:**

Approve the following candidate as the Insurer of the Company:

|  |  |  |
| --- | --- | --- |
| Insurance type | Insurance company | Insuranceperiod |
| Directors' and officers' liability insurance | JSC AlfaStrakhovanie | from 01.01.2022to 31.12.2022 |

**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"** | A.A. Polinov | **-** | **"FOR"** |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No.4: On the current situation in the activities of Rosseti South PJSC on the technological connection of consumers to electric networks based on the results of 6 months of 2021.**

**RESOLUTION:**

1. Take in consideration the report on the current situation in the activities of Rosseti South PJSC for the technological connection of consumers to electrical networks based on the results of 6 months of 2021 in accordance with Annex 3 to this Resolution of the Company's Board of Directors.

2. Note the increase in the number of overdue contracts on the implementation of technological connection due to the fault of the network organization.

3. Take measures to implement investment measures in relation to overdue contracts on the implementation of technological connection in order to ensure the implementation of the KPI indicator "Compliance with the deadlines for the implementation of technological connection" in 2021.

**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 | **-** | **"FOR"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** | A.A. Polinov | **-** | **"FOR"** |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No.5: On approval of the list of investment projects of Rosseti South PJSC subject to technological price audit in 2022.**

**RESOLUTION:**

Take in consideration the information of the General Director of the Company on the absence in the approved investment program for the period 2019-2023 and in the draft changes made in 2021 to the investment program of the Company for the period 2019-2023, investment projects with an estimated cost of 1.5 billion rubles or more subject to public technological and price audits.

**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"** | A.A. Polinov | **-** | **"FOR"** |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

**Item No.6: On preliminary approval of a transaction related to the acquisition of property constituting fixed assets, which purpose is not the production, transmission, dispatching, distribution of electric and heat energy.**

**RESOLUTION:**

Approve the execution of Rosseti South PJSC transaction related to the acquisition of property that constitutes fixed assets, the purpose of which is not the production, transfer, dispatching, distribution of electrical and thermal energy - non-residential premises of the 6th and 7th floors of the administrative building at the address: Republic of Kalmykia, Elista, V.I. Lenin st., 249 (with a total area of ​586.5 sq.m.) (hereinafter - Property) belonging to the debtor of Rosseti South PJSC - Kalmyk Republican Union of Trade Union Organizations "Federation of Trade Unions of Kalmykia" (hereinafter - FTUK), by concluding a settlement agreement between Rosseti South PJSC and FTUK (hereinafter - the Agreement) providing for the transfer of non-residential premises as compensation for the payment of FTUK's debt to Rosseti South PJSC under the energy supply contract dated 09.01.2017 No. 0801170100232 between Rosseti South PJSC and FTUK (hereinafter - the Contract), on the following material terms:

- composition of the purchased property:

non-residential premises of the 6th and 7th floors of the administrative building at the address: Republic of Kalmykia, Elista, V.I. Lenin st., 249 (with a total area of ​586.5 sq.m.), cadastral number 08:14:030531:1264, date and number of state registration of rights in the USRN 08:14:030531:1264-08/044/2020-1 dated 03.03.2020;

- transaction value:

12,369,577 (Twelve million three hundred sixty-nine thousand five hundred seventy-seven) rubles 38 kopecks, corresponds to the amount of debt of the FTUK on the act of unaccounted consumption of electric energy from 28.11.2019 No. 000820 and the calculation made to it, the act of acceptance and transfer for the supply of electricity No. 0800-018024 from 30.11.2019 and invoice No. 080/E00018024 from 30.11.2019;

- method of acquiring property:

conclusion of a settlement agreement on the issue of repayment of debts for electricity by transferring ownership of non-residential premises owned by the Debtor;

- the parties to the transaction:

Rosseti South PJSC (Creditor);

FTUK (Debtor).

- subject of the transaction:

FTUK shall transfer property as indebtedness for repayment of the debt on the basis of the power supply contract dated 09.01.2017 No. 0801170100232, and Rosseti South PJSC shall take ownership of the real property in the account of the resulting debt in accordance with the procedure and conditions determined by this resolution and settlement agreement in accordance with Annex 4 to this Resolution of the Company's Board of Directors.

- property transfer procedure:

the property shall be transferred by the Debtor to the Creditor under the act of acceptance and transfer within 10 (ten) business days from the date of conclusion of the settlement agreement.

Ownership of property passes from the moment of state registration to the transfer of ownership in the manner prescribed by law in the Office of the Federal Service for State Registration, Cadastre and Cartography in the Republic of Kalmykia.

- procedure for payment for the property:

repayment of receivables for the resale of electricity and capacity by transferring non-residential premises to the Creditor's ownership (non-monetary settlements).

**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 | **-** | **"AGAINST"** | B.B. Ebzeev | **-** | **"FOR"** |
| A.I. Kazakov | **-** | **"FOR"** | A.A. Polinov | **-** | **"FOR"** |
| O.Yu. Klinkov | **-** | **"FOR"** |  |  |  |

**The resolution was adopted.**

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