

**MINUTES**

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

Rostov-on-Don

August 12, 2021 No. 448/2021

**Meeting format:** in absentia (by poll)

**Members of the Board of Directors participated in absentee voting:** D.V. Krainsky, V.Yu. Zarkhin, V.A.Kapitonov, M.V. Korotkova, K.A. Mikhailik, A.V. Molsky, N.K. Ozhegina, E.V. Prokhorov, V.V. Rozhkov 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:** August 13, 2021

**AGENDA**

1. *On implementation of the Program of innovative development of Rosseti South PJSC for 2020.*
2. *On consideration of the report on acquisition of the electric power facilities, which approval is not required by the Board of Directors, for the Q1 2021.*
3. *On determination of the position of Rosseti South PJSC (representatives of Rosseti South PJSC) on ​​the issue on the agenda of the meeting of the Board of Directors of VMES JSC "On consideration of the Report on the business plan execution of VMES JSC for 2020".*
4. *On determination of the position of Rosseti South PJSC (representatives of Rosseti South PJSC) on ​​the issue on the agenda of the meeting of the Board of Directors of VMES JSC "On approval of the report on implementation of the investment program of VMES JSC for 2020".*
5. *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 Q1 2021".*

**Item No.1: On implementation of the Program of innovative development of Rosseti South PJSC for 2020.**

**RESOLUTION:**

Approve the progress report on implementation of the Innovative Development Program of Rosseti South PJSC for 2020-2024 with a perspective until 2030 for 2020 in accordance with Annex 1 to this Resolution of the Company's Board of Directors.

**Result of the vote:**

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| --- | --- | --- | --- | --- | --- |
| D.V. Krainsky | **-** | **"FOR"** | N.K. Ozhegina | **-** | **"FOR"** |
| V.Yu. Zarkhin | **-** | **"ABSTAINED"** | A.V. Molsky | **-** | **"FOR"** |
| V.A. Kapitonov | **-** | **"FOR"** | E.V. Prokhorov | **-** | **"FOR"** |
| M.V. Korotkova | **-** | **"FOR"** | V.V. Rozhkov | **-** | **"FOR"** |
| K.A. Mikhailik | **-** | **"FOR"** | B.B. Ebzeev | **-** | **"FOR"** |

**The resolution was adopted.**

**Item No.2: On consideration of the report on the acquisition of electricity generation facilities, the approval of the acquisition of which is not required by the Board of Directors, for the 1st quarter of 2021.**

**RESOLUTION:**

Take in consideration the report on the acquisition of electric power facilities, which approval is not required by the Board of Directors, and on the compliance of the completed transactions with the Criteria for the adoption of decisions on projects for the consolidation of electric grid assets for the Q1 2021 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"** | N.K. Ozhegina | **-** | **"FOR"** |
| V.Yu. Zarkhin | **-** | **"FOR"** | A.V. Molsky | **-** | **"FOR"** |
| V.A. Kapitonov | **-** | **"FOR"** | E.V. Prokhorov | **-** | **"FOR"** |
| M.V. Korotkova | **-** | **"FOR"** | V.V. Rozhkov | **-** | **"FOR"** |
| K.A. Mikhailik | **-** | **"FOR"** | B.B. Ebzeev | **-** | **"FOR"** |

**The resolution was adopted.**

**Item No.3: On determination of the position of Rosseti South PJSC (representatives of Rosseti South PJSC) on ​​the issue on the agenda of the meeting of the Board of Directors of VMES JSC "On consideration of the Report on the business plan execution of VMES JSC for 2020".**

**RESOLUTION:**

Instruct the representatives of Rosseti South PJSC in the Board of Directors of VMES JSC on the agenda item "On consideration of the Report on business plan implementation of VMES JSC for 2020" to vote FOR the adoption of the following decision:

«1. Take in consideration the Report on the business plan execution of VMES JSC for 2020 in accordance with Annex hereto.

Following the results of the Company's work for 2020 take note of non-fulfillment of planned indicators in accordance with Annex to this Resolution of the Company's Board of Directors.

**Result of the vote:**

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| --- | --- | --- | --- | --- | --- |
| D.V. Krainsky | **-** | **"FOR"** | N.K. Ozhegina | **-** | **"FOR"** |
| V.Yu. Zarkhin | **-** | **"ABSTAINED"** | A.V. Molsky | **-** | **"FOR"** |
| V.A. Kapitonov | **-** | **"FOR"** | E.V. Prokhorov | **-** | **"FOR"** |
| M.V. Korotkova | **-** | **"FOR"** | V.V. Rozhkov | **-** | **"FOR"** |
| K.A. Mikhailik | **-** | **"FOR"** | B.B. Ebzeev | **-** | **"FOR"** |

**The resolution was adopted.**

**Item No.4: On determination of the position of Rosseti South PJSC (representatives of Rosseti South PJSC) on ​​the issue on the agenda of the meeting of the Board of Directors of VMES JSC "On approval of the report on implementation of the investment program of VMES JSC for 2020".**

**RESOLUTION:**

Instruct the representatives of Rosseti South PJSC in the Board of Directors of VMES JSC on the agenda item of the meeting "On approval of the report on the results of the investment program of VMES JSC for 2020" vote FOR the adoption of the following resolution:

Approve the report on the results of the investment program of VMES JSC for 2020 in accordance with the Annex to this Resolution of the Company's Board of Directors.

**Result of the vote:**

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| --- | --- | --- | --- | --- | --- |
| D.V. Krainsky | **-** | **"FOR"** | N.K. Ozhegina | **-** | **"FOR"** |
| V.Yu. Zarkhin | **-** | **"ABSTAINED"** | A.V. Molsky | **-** | **"FOR"** |
| V.A. Kapitonov | **-** | **"FOR"** | E.V. Prokhorov | **-** | **"FOR"** |
| M.V. Korotkova | **-** | **"FOR"** | V.V. Rozhkov | **-** | **"FOR"** |
| K.A. Mikhailik | **-** | **"FOR"** | B.B. Ebzeev | **-** | **"FOR"** |

**The resolution was adopted.**

**Item No. 5: 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 Q1 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 Q2 2021" to vote FOR the adoption of the following decision:

Take in consideration the Credit Policy Report of VMES JSC for the Q1 2021 in accordance with Annex to this Resolution of the Company's Board of Directors.

**Result of the vote:**

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| --- | --- | --- | --- | --- | --- |
| D.V. Krainsky | **-** | **"FOR"** | N.K. Ozhegina | **-** | **"FOR"** |
| V.Yu. Zarkhin | **-** | **"ABSTAINED"** | A.V. Molsky | **-** | **"FOR"** |
| V.A. Kapitonov | **-** | **"FOR"** | E.V. Prokhorov | **-** | **"FOR"** |
| M.V. Korotkova | **-** | **"FOR"** | V.V. Rozhkov | **-** | **"FOR"** |
| K.A. Mikhailik | **-** | **"FOR"** | B.B. Ebzeev | **-** | **"FOR"** |

**The resolution was adopted.**

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