Public Joint Stock Company "ROSSETI South"

MINUTES OF MEETING
of the Board of Directors of ROSSETI South, PJSC

Rostov-on-Don No. 626/2025

Date of holding the meeting: June 27, 2025
Form of the meeting: absentee voting.
Expiration date of the acceptance of documents containing information on the expression of will of the members of the Board of Directors (questionnaires): June 27, 2025.
Date of drawing up the minutes: June 27, 2025.

In total, the Board of Directors of the Company includes 11 people.
The members of the Board who took part in the voting (voting forms were received): Krainsky D.V., Aleshin A.G., Dokuchaeva M.A., Kazakov A.I., Klinkov O.Yu., Kravchenko K.Yu., Zarkhin V.Yu., Nikitchanova E.V., Tikhonova M.G., Rybin A.A., Ebzeev B.B.
The Board members who missed the voting: none.
A quorum is present.

Agenda of absentee voting:

1. *On determining the attitude of ROSSETI South, PJSC (representatives of ROSSETI South, PJSC) on items of agendas of Boards of Directors of Baza otdykha "Energetik", JSC, Energy service of South, JSC and VMES, JSC.*
2. *On determining the attitude of ROSSETI South, PJSC (representatives of ROSSETI South, PJSC) on items of the agenda of General meetings of shareholders of Baza otdykha "Energetik", JSC, Energy Service of South, JSC and VMES, JSC.*
3. *On determining the attitude of ROSSETI South, PJSC (representatives of ROSSETI South, PJSC) on the item of the agenda of meeting (of absentee voting) for making the resolution by General meeting of shareholders of Baza otdykha "Energetik", JSC, Energy Service of South, JSC and VMES, JSC "On the election of members of the Auditing committee of the Company".*
4. *On proposals to the General Meeting of Shareholders of Energy Service of South, JSC and VMES, JSC regarding the candidacy of the audit organization of Energy Service of South, JSC and VMES, JSC.*

Voting results and decisions taken on the agenda items:

Item:

1. **On determining the attitude of ROSSETI South, PJSC (representatives of ROSSETI South, PJSC) on items of agendas of Boards of Directors of Baza otdykha "Energetik", JSC, Energy service of South, JSC and VMES, JSC.**

Resolution:

1. Direct to the representatives of ROSSETI South in the Board of Directors of Baza otdykha "Energetik", JSC on the item of the agenda of the Board of Directors of Baza otdykha "Energetik", JSC "On recommendations to General meeting of shareholders of Baza otdykha "Energetik", JSC on the distribution of profit (losses), including on dividend amount on shares and the procedure for their payment, based on the results of 2024" to vote "FOR" the adoption of the following resolution:

"1. Recommend to General meeting of shareholders of Baza otdykha "Energetik", JSC to approve the following distribution of profit (losses) of Baza otdykha "Energetik", JSC for 2024 reporting year:

Short		ths rubles
Undistributed profit (loss) of the reporting period:		40,419
Distribute for:	Required reserve	2,021
	Profit for development	38,398
	Dividends	0
Repayment of losses of previous years		0

2. Recommend to General meeting of shareholders of Baza otdykha "Energetik", JSC to make the following resolution:

"Omit common dividends of Baza otdykha "Energetik", JSC on the results of 2024".

2. Direct to the representatives of ROSSETI South, PJSC in the Board of Directors of Energy Service of South, JSC on the item of the agenda of the Board of Directors of Energy Service of South, JSC "On recommendations to General meeting of shareholders of Energy Service of South, JSC on the distribution of profit (losses), including on dividend amount on shares and the procedure for their payment, based on the results of 2024" to vote "FOR" the adoption of the following resolution:

"1. Recommend to General meeting of shareholders of Energy Service of South, JSC to approve the following distribution of profits (losses) of Energy Service of South, JSC for 2024 reporting year:

Short		ths rubles
Undistributed profit (loss) of the reporting period:		76,440
Distribute for:	Required reserve	0
	Profit for development	76,440
	Dividends	0
	Repayment of losses of previous years	0

2. Recommend to General meeting of shareholders of Energy Service of South, JSC to make the following resolution:

"Omit common dividends of Energy Service of South, JSC on the results of 2024".

3. Direct to the representatives of ROSSETI South, PJSC in the Board of Directors of VMES, JSC on the item of the agenda of the Board of Directors of VMES, JSC "On recommendations to General meeting of shareholders of VMES, JSC on the distribution of profit (losses), including on dividend amount on shares and the procedure for their payment, based on the results of 2024" to vote "FOR" the adoption of the following resolution:

"1. Recommend to General meeting of shareholders of VMES, JSC to approve the following distribution of profits (losses) of VMES, JSC for 2024 reporting year:

Short	ths rubles

Undistributed profit (loss) of the reporting period:		200,046
Distribute for:	Required reserve	10,003
	Profit for development	190,043
	Dividends	0
	Repayment of losses of previous years	0

2. Recommend to General meeting of shareholders of VMES, JSC to make the following resolution:

"Omit common dividends of VMES, JSC based on the results of 2024".

Voting results:

Krainsky D.V.	- **FOR**	Klinkov O.Yu.	- **FOR**
Dokuchaeva M.A.	- **FOR**	Kravchenko K.Yu.	- **FOR**
Aleshin A.G.	- **FOR**	Nikitchanova E.V.	- **FOR**
Kazakov A.I.	- **FOR**	Tikhonova M.G.	- **FOR**
Rybin A.A.	- **FOR**	Ebzeev B.B.	- **FOR**
Zarkhin V.Yu.	- **"AGAINST"**		

The resolution was adopted.

Item:

2. **On determining the attitude of ROSSETI South, PJSC (representatives of ROSSETI South, PJSC) on items of the agenda of General meetings of shareholders of Baza otdykha "Energetik", JSC, Energy Service of South, JSC and VMES, JSC.**

Resolution:

1.1. Direct to the representatives of ROSSETI South, PJSC at the meeting (absentee voting) of General meeting of shareholders of Baza otdykha "Energetik", JSC on the item "On election of members of the Board of Directors of Baza otdykha "Energetik", JSC to vote "FOR" making the following resolution:

Elect the Board of Directors of Baza otdykha "Energetik", JSC consisting of:

No.	Full name	Position at the time of nomination
1	Dzhabrailova Yulianna Khasanovna	Deputy General Director - Chief of staff of ROSSETI South, PJSC
2	Iordanidi Kirill Aleksandrovich	Deputy General Director in charge of Economics and Finance of ROSSETI South, PJSC
3	Kalmykova Olga Nikolaevna	Head of the human resources and organization design department of ROSSETI South, PJSC
4	Sosedkina Anastasia Sergeevna	Chief officer of Corporate Governance and Interaction between shareholders Department of ROSSETI South, PJSC
5	Tabulov Rustam Elizarovich	Chief expert of Corporate Relations Management of the Corporate Governance Department of ROSSETI South, PJSC

1.2. Direct to the representatives of ROSSETI South, PJSC at the meeting (absentee voting) of General meeting of shareholders of Energy Service of South, JSC on the item

"On election of members of the Board of Directors of Energy Service of South, JSC to vote "FOR" making the following resolution:

Elect the Board of Directors of Energy Service of South, JSC consisting of:

No.	Full name	Position at the time of nomination
1	Ebzeev Boris Borisovich	General Director of ROSSETI Center PJSC
2	Rybin Aleksey Aleksandrovich	General Director of ROSSETI South, PJSC
3	Zhuravlev Dmitry Olegovich	Deputy General Director for development and technological connection of ROSSETI South, PJSC, General Director of Energy Service of South JSC
4	Kalashnikov Nikita Vladimirovich	Deputy General Director for investment activity and major construction of ROSSETI South, PJSC
5	Muryi Anton Gennadevich	Deputy General Director - Director of the branch of ROSSETI South, PJSC - Rostovenergo
6	Bychko Mikhail Aleksandrovich	Head of the Major Construction Department of ROSSETI South, PJSC
7	Tabulov Rustam Elizarovich	Chief expert of Corporate Relations Management of the Corporate Governance Department of ROSSETI South, PJSC

1.3. Direct to the representatives of ROSSETI South, PJSC at the meeting (absentee voting) of General meeting of shareholders of VMES, JSC on the item "On election of members of the Board of Directors of VMES, JSC to vote "FOR" making the following resolution:

Elect the Board of Directors of VMES, JSC consisting of:

No.	Full name	Position at the time of nomination
1	Rybin Aleksey Aleksandrovich	General Director of ROSSETI South, PJSC
2	Musinov Oleg Valerevich	Deputy General Director for legal and corporate management of ROSSETI South, PJSC
3	Koledin Aleksey Viktorovich	Deputy General Director - Director of the branch of ROSSETI South, PJSC - Volgogradenergo, General Director of VMES
4	Goncharov Pavel Viktorovich	First Deputy of General Director - Chief engineer of ROSSETI South, PJSC
5	Tkachenko Oleg Vadimovich	Head of corporate relations management of Corporate management Department of ROSSETI South, PJSC

2.1. Direct to the representatives of ROSSETI South, PJSC at the meeting (absentee voting) of General meeting of shareholders of Baza otdykha "Energetik", JSC on the item "On the distribution of profit (including on dividend payment) and losses of Baza otdykha "Energetik", JSC based on the results of 2024 reporting year" to vote "FOR" making of the following resolution:

1. Approve the following distribution of profits (losses) of Baza otdykha "Energetik", JSC for 2024 reporting year:

Short		ths rubles
Undistributed profit (loss) of the reporting period:		40,419
Distribute for:	Required reserve	2,021
	Profit for development	38,398
	Dividends	0
	Repayment of losses of previous years	0

2. Omit common dividends of Baza otdykha "Energetik", JSC based on the results of 2024.

2.2. Direct to the representatives of ROSSETI South, PJSC at the meeting (absentee voting) of General meeting of shareholders of Energy Service of South, JSC on the item "On the distribution of profit (including on dividend payment) and losses of Energy Service of South, JSC based on the results of 2024 reporting year" to vote "FOR" making of the following resolution:

1. Approve the following distribution of profits (losses) of Energy Service of South, JSC for 2024 reporting year:

Short		ths rubles
Undistributed profit (loss) of the reporting period:		76,440
Distribute for:	Required reserve	0
	Profit for development	76,440
	Dividends	0
	Repayment of losses of previous years	0

2. Omit common dividends of Energy Service of South, JSC based on the results of 2024.

2.3. Direct to the representatives of ROSSETI South, PJSC at the meeting (absentee voting) of General meeting of shareholders of VMES, JSC on the item "On the distribution of profit (including on dividend payment) and losses of VMES, JSC based on the results of 2024 reporting year" to vote "FOR" making of the following resolution:

1. Approve the following distribution of profits (losses) of VMES, JSC for 2024 reporting year:

Short		ths rubles
Undistributed profit (loss) of the reporting period:		200,046
Distribute for:	Required reserve	10,003
	Profit for development	190,043
	Dividends	0
	Repayment of losses of previous years	0

2. Omit common dividends of VMES, JSC on the results of 2024.

Voting results:

Krainsky D.V. - **FOR**
Dokuchaeva M.A. - **FOR**
Aleshin A.G. - **FOR**
Kazakov A.I. - **FOR**
Rybin A.A. - **FOR**
Zarkhin V.Yu. - **FOR**
Klinkov O.Yu. - **FOR**
Kravchenko K.Yu. - **FOR**
Nikitchanova E.V. - **FOR**
Tikhonova M.G. - **FOR**
Ebzeev B.B. - **FOR**

The resolution was adopted.

Item:

3. **On determining the attitude of ROSSETI South, PJSC (representatives of ROSSETI South, PJSC) on the item of the agenda of meeting (of absentee voting) for making the resolution by General meeting of shareholders of Baza otdykha "Energetik", JSC, Energy Service of South, JSC and VMES, JSC "On the election of members of the Auditing committee of the Company".**

Resolution:

1. Direct to the representatives of ROSSETI South, PJSC taking part at the meeting (absentee voting) of General meeting of shareholders of Baza otdykha "Energetik", JSC on the item of the agenda "On the election of members of the Auditing committee to vote "FOR" making the following resolution:

Elect the Auditing committee of the Company consisting of:

No.	Full name	Position at the time of nomination
1.	Menshenin Aleksey Evgenevich	Head of the internal control and risk management department of ROSSETI South, PJSC
2.	Tkhonova Emilia Konstantinovna	Deputy head of the internal control and risk management department
3.	Gudenko Anna Gennadevna	Head of the division of anti-corruption compliance procedures of the security and anti-corruption policy department of ROSSETI South, PJSC

2. Direct to the representatives of ROSSETI South, PJSC, taking part at the meeting (absentee voting) of General meeting of shareholders of Energy Service of South JSC, on the item of the agenda "On the election of members of the Auditing committee to vote "FOR" making the following resolution:

Elect the Auditing committee of the Company consisting of:

No.	Full name	Position at the time of nomination
1.	Pechenkin Nickolay Vladimirovich	Director of internal audit - head of the internal audit department of ROSSETI South, PJSC
2.	Menshenin Aleksey Evgenevich	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. Direct to the representatives of ROSSETI South, PJSC, taking part at the meeting (absentee voting) of General meeting of shareholders of VMES, JSC, on the item of the agenda "On the election of members of the Auditing committee to vote "FOR" making the following resolution:

Elect the Auditing committee of the Company consisting of:

No.	Full name	Position at the time of nomination
1.	Pechenkin Nickolay Vladimirovich	Director of internal audit - head of the internal audit department of ROSSETI South, PJSC
2.	Roman Elena Sergeevna	Deputy Head of the internal audit department of ROSSETI South, PJSC
3.	Kachaduryan	Lead specialist of the internal audit department of

	Anastasia Aleksandrovna	ROSSETI South, PJSC

Voting results:

Krainsky D.V.	-	**FOR**	Klinkov O.Yu.	-	**FOR**
Dokuchaeva M.A.	-	**FOR**	Kravchenko K.Yu.	-	**FOR**
Aleshin A.G.	-	**FOR**	Nikitchanova E.V.	-	**FOR**
Kazakov A.I.	-	**FOR**	Tikhonova M.G.	-	**FOR**
Rybin A.A.	-	**FOR**	Ebzeev B.B.	-	**FOR**
Zarkhin V.Yu.	-	**FOR**			

The resolution was adopted.

Item:

4. **On proposals to the General Meeting of Shareholders of Energy Service of South, JSC and VMES, JSC regarding the candidacy of the audit organization of Energy Service of South, JSC and VMES, JSC.**

Resolution:

Propose to General meeting of shareholders of Energy Service of South, JSC and VMES, JSC to appoint IBC Group LLC as the audit organization of Energy Service of South, JSC and VMES, JSC.

Voting results:

Krainsky D.V.	-	**FOR**	Klinkov O.Yu.	-	**FOR**
Dokuchaeva M.A.	-	**FOR**	Kravchenko K.Yu.	-	**FOR**
Aleshin A.G.	-	**FOR**	Nikitchanova E.V.	-	**FOR**
Kazakov A.I.	-	**FOR**	Tikhonova M.G.	-	**FOR**
Rybin A.A.	-	**FOR**	Ebzeev B.B.	-	**FOR**
Zarkhin V.Yu.	-	**FOR**			

The resolution was adopted.

Chairman of the Board of Directors **D.V. Krainsky**

Corporate Secretary **L.N. Kuznetsova**