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**MINUTES**

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

Rostov-on-Don

August 30, 2021 No. 449/2021

**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 31, 2021

**AGENDA**

1. *On approval of the Work Plan of the Company's Board of Directors for the corporate year 2021-2022.*
2. *On consideration of the Report of the Sole Executive Body of Rosseti South PJSC on implementation of the Q1 2021 resolutions adopted at meetings of the Company's Board of Directors*
3. *On consideration of the Report on implementation of the Register of non-core assets of Rosseti South PJSC for the 2nd quarter of 2021.*
4. *On consideration of the RAS-based summary and IFRS-based consolidated business plans of the Rosseti South Group of Companies for 2020.*
5. *On approval of the Report on the results of the investment program of Rosseti South PJSC for 2020.*
6. *On approval of the Report on the results of the investment program of Rosseti South PJSC for the Q1 2021.*
7. *On consideration of the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for the Q1 2021.*

**Item No. 1: On approval of the Work Plan of the Company's Board of Directors for the corporate year 2021-2022.**

**RESOLUTION:**

Approve the Work Plan of the Company's Board of Directors for the corporate year 2021-2022 in accordance with Appendix 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"** |
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**The resolution was adopted.**

**Item No. 2: On consideration of the Report of the Sole Executive Body of Rosseti South PJSC on implementation of the Q1 2021 resolutions adopted at meetings of the Company's Board of Directors.**

**RESOLUTION:**

Take in consideration the Report of the Sole Executive Body of Rosseti South PJSC on implementation of the Q1 2021 resolutions adopted at meetings of the Board of Directors of Rosseti South PJSC, 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 | **-** | **"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"** |
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**The resolution was adopted.**

**Item No.3: On consideration of the Report on implementation of the Register of non-core assets of Rosseti South PJSC for the 2nd quarter of 2021.**

**RESOLUTION:**

1. Take in consideration the Report on the implementation of the Register of non-core assets of Rosseti South PJSC as of June 30, 2021 in accordance with Annex 3 to this Resolution of the Company's Board of Directors.

Approve the updated Register of non-core assets of Rosseti South PJSC as of June 30, 2021 in accordance with Annex 4 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 | **-** | **"AGAINST"** | 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"** |
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**The resolution was adopted.**

**Item No. 4: On consideration of the RAS-based summary and IFRS-based consolidated business plans of the Rosseti South Group of Companies for 2020.**

**RESOLUTION:**

Take into account the RAS- and IFRS-based consolidated Business Plans Performance Report of the Rosseti South Group of Companies for 2020 in accordance with Annes 5, 6 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"** |
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**The resolution was adopted.**

**Item No.5: On approval of the Report on the results of the investment program of Rosseti South PJSC for 2020.**

**RESOLUTION:**

1. Make note of discrepancy between the forms of the Report on the results of the investment program of Rosseti South PJSC for 2020, with the Rules for filling out the forms for disclosing information on the reports on the implementation of the investment program and on supporting materials by the electricity transmitter (Annex 21 to the order of the Ministry of Energy dated April 25, 2018 No. 320).
2. Instruct the Sole Executive Body of the Company to ensure compliance with the Rules for filling out the forms for disclosing information by the electricity transmitter on reports on implementation of the investment program and on the materials supporting them (Annex 21 to Order of the Ministry of Energy dated April 25, 2018 No. 320).
3. Take in consideration the report on the results of Rosseti South PJSC investment program implementation for 20 in accordance with Annex 7 to this Resolution of the Company's Board of Directors.
4. Take into account information on the achieved effects and implementation results for the most significant projects and areas of Rosseti South PJSC in accordance with Annex 8 hereto.

**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"** |
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**The resolution was adopted.**

**Item No. 6: On approval of the Report on the results of the investment program of Rosseti South PJSC for the Q1 2021.**

**RESOLUTION:**

1. Make note of discrepancy between the forms of the Report on the results of the investment program of Rosseti South PJSC for the Q1 2021, with the Rules for filling out the forms for disclosing information on the reports on the implementation of the investment program and on supporting materials by the electricity transmitter (Annex 21 to the order of the Ministry of Energy dated April 25, 2018 No. 320), set forth in Annex 9 hereto.
2. Instruct the Sole Executive Body of the Company to ensure compliance with the Rules for filling out the forms for disclosing information by the electricity transmitter on reports on implementation of the investment program and on the materials supporting them (Annex 21 to Order of the Ministry of Energy dated April 25, 2018 No. 320).
3. Take in notes the Report on the results of the investment program of Rosseti South PJSC for the Q1 2021 in accordance with Annex 10 to the 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.**

**Items No.7: On consideration of the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for the Q1 2021.**

**RESOLUTION:**

1. Take in consideration the report on the results of energy sales activities of Rosseti South PJSC, including the report on work with receivables for the Q1 2021 in accordance with Annex No. 11 to this Resolution of the Company's Board of Directors.

2. Approve the timed action plan of Rosseti South PJSC for reduction of overdue receivables for the supplied electricity and settlement of disagreements which arose as of April 01, 2021, in accordance with Annex 12 to this to this Resolution of the Company's Board of Directors.

3. Instruct the Sole Executive Body of Rosseti South PJSC to submit, on a quarterly basis, no later than 45 days from the date of the end of the reporting quarter, for approval by the Board of Directors of the Company:

- a timed action plan of Rosseti South PJSC for reduction of overdue receivables for the supplied electricity and dispute settlement at the beginning of the current quarter.

- a report on implementation of the timed action plan of Rosseti South PJSC for reduction of overdue receivables for the supplied electricity and dispute settlement, approved in the previous quarter.

**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"** |
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**The resolution was adopted.**

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