РОССЕТИ ЮГ

Public Joint Stock Company "ROSSETI South"

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

Rostov-on-Don No. 621/2025

Meeting holding date: May 30, 2025
Form of the meeting: absentee voting.
Expiry date of the acceptance of documents providing the information on the declaration of will on the members of the Board of Directors (questionnaires): May 30, 2025.
Date of drawing up the minutes of meeting: June 02, 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., Dokuchaeva M.A., Kazakov A.I., Klinkov O.Yu., Korotkova M.V., Kravchenko K.Yu., Zarkhin V.Yu., Nikitchanova E.V., Tikhonova M.G., Paramonova N.V., Ebzeev B.B.
The Board members who missed the voting: none.
A quorum is present.

AGENDA:

1. *On the review of information on internal audit on the estimation of the progress in identifying and selling-off the non-core assets of the Company in 2024.*
2. *On review of the report on the organization, functioning and effectiveness of the risk management and internal control system of the Company for 2024.*
3. *On consideration of the results of the external assessment of the quality of internal audit activities of ROSSETI South, PJSC and the action plan for the development and improvement of internal audit activities at ROSSETI South, PJSC for 2025-2029.*
4. *On consideration of the internal audit report on the appraisal of reliability and effectiveness of the risk management and internal control system of the Company for 2024.*

Voting results and decisions taken on the agenda items:

ITEM NO.1. On the review of information on internal audit on the estimation of the progress in identifying and selling-off the non-core assets of the Company in 2024.

RESOLUTION:

Take into consideration the internal audit report of ROSSETI South, PJSC dated 28.02.2025 No. 1040-07/2025/3 "Assessment of the progress in identifying and selling-off the non-core assets at ROSSETI South, PJSC in 2024" according to Appendix 1.

Voting results:

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

The resolution was adopted.

ITEM NO. 2. On review of the report on the organization, functioning and effectiveness of the risk management and internal control system of the Company for 2024.

RESOLUTION:

1. Take into consideration the report on the organization, functioning and effectiveness of the risk management and internal control system of the Company for 2024 in accordance with Appendix 2.

2. Note the nonconformity of preferred risk (risk appetite) indicators as of year-end 2024, in accordance with Appendix 3, and the necessity of the management for the implementation of actions aimed at the achievement of all preferred risk (risk appetite) indicators of the Company in future.

Voting results:

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

The resolution was adopted.

ITEM NO. 3: On consideration of the results of the external assessment of the quality of internal audit activities of ROSSETI South, PJSC and the action plan for the development and improvement of internal audit activities at ROSSETI South, PJSC for 2025-2029.

RESOLUTION:

1. Take into consideration the external independent estimation of internal audit activities at ROSSETI South, PJSC, which generally meet the requirements of the International professional standards of internal audits and the Code of ethics of Institute of Internal Auditors according to Appendix 4.

2. Approve the action plan for the development and improvement of internal audit activities at ROSSETI South, PJSC for 2025-2029 according to Appendix 5.

Voting results:

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

The resolution was adopted.

ITEM NO. 4: On consideration of the internal audit report on the appraisal of reliability and effectiveness of the risk management and internal control system of the Company for 2024.

RESOLUTION:

1. Take into consideration the internal audit report on the appraisal of reliability and effectiveness of the risk management and internal control system of ROSSETI South, PJSC for 2024 dated 28.02.2025 No. 1040-07/2025/2 in accordance with Appendix 6.

2. Recommend for the Single Executive Body of the Company to include the evaluation of reliability and effectiveness of the risk management and internal control, effectiveness of corporate management system of the Company of the internal auditor of ROSSETI South, PJSC in the list of files made available to members entitled to participate in Annual General Meeting of Shareholders of the Company.

Voting results:

Krainsky D.V.	-	**FOR**	Klinkov O.Yu.	-	**FOR**

Dokuchaeva M.A.	-	**FOR**	Kravchenko K.Yu.	-	**FOR**
Korotkova M.V.	-	**FOR**	Nikitchanova E.V.	-	**FOR**
Kazakov A.I.	-	**FOR**	Tikhonova M.G.	-	**FOR**
Paramonova N.V.	-	**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**