Public Joint Stock Company ROSSETI South

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

Rostov-on-Don No. 645/2025

Date of the meeting: 29.10.2025
Form of the meeting: absentee voting.
Expiration date of the acceptance of documents containing information on will expression of the members of the Board of Directors (input forms): 29.10.2025
Date of the minutes: 29.10.2025

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 consideration of reports on the implementation of summary business plans based on RAS principles and consolidated on IFRS principles of the ROSSETI South Group of Companies for the 1st half of 2025.*
2. *On determining the attitude of PJSC ROSSETI South (representatives of PJSC ROSSETI South) regarding the agenda of the meeting of the Board of Directors of JSC VMES: "On approval of reports on the achievement of key performance indicators (KPIs) and functional key performance indicators (FKPIs) by the management of VMES JSC for 2024".*

Voting results and resolutions taken on the agenda items:

Item:
1. On consideration of reports on the implementation of summary business plans based on RAS principles and consolidated on IFRS principles of the ROSSETI South Group of Companies for the 1st half of 2025.
Resolution:
Take into consideration the report on the execution of business plans based on summary on the principles of RAS and consolidated on the principles of IFRS of the Group of Companies for the 1st half of 2025 in accordance with Appendices 1, 2.
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.V.	-	FOR			

The resolution was adopted.

Item:

2. On determining the attitude of PJSC ROSSETI South (representatives of PJSC ROSSETI South) regarding the agenda of the meeting of the Board of Directors of JSC VMES: “On approval of reports on the achievement of key performance indicators (KPIs) and functional key performance indicators (FKPIs) by the management of VMES JSC for 2024".

Resolution:

Instruct representatives of PJSC ROSSETI South to the Board of Directors of JSC VMES regarding the item submitted for consideration of the Board meeting of JSC VMES “On approval of the report on the achievement of key performance indicators (KPI) and functional key performance indicators (FKPI) of the management personnel of JSC VMES for 2024” to vote "FOR" taking the following resolution:

1. In order to assess the achievement of the key performance indicator “Compliance with the schedule for commissioning facilities” by the management of JSC VMES for 2024, due to the existence of objective reasons, adjustments to this indicator for normalization factors should be taken into account in accordance with Appendix 3.

2. Approve the report on the achievement of key performance indicators by the management of VMES JSC for 2024, as per Appendix 4.

3. Approve the report on the achievement of functional key performance indicators by the management of VMES JSC for 2024, as per Appendix No.5.

4. The annual bonus for the management of VMES JSC for 2024 shall be paid in accordance with the approved reports in accordance with clauses 2, 3 hereof, within the limits of the maximum possible total annual personal remuneration of the management personnel of VMES JSC, as established by employment contracts. When calculating the amount of remuneration, take into account the achievement of key performance indicators, based on not exceeding 100% of their fulfillment, setting the adjustment coefficient for incentive payments equal to 1.00 (based on clause 1.10 of “Procedure for calculating key performance indicators and functional key performance indicators for the management of VMES JSC,” which was approved by a resolution of the Board of Directors of VMES JSC on December 29, 2023 (Minutes No. 109/2023 dated December 29, 2023, as amended by the resolution of the Board of Directors of VMES JSC dated December 28, 2024 (Minutes No. 134/2024 dated December 28, 2024)).

5. In accordance with clause 6 of the resolution of the Board of Directors of VMES JSC dated December 29, 2023, on issue No. 1 (Minutes dated December 29, 2023 No. 109/2023), take note of the audit report on the accuracy of the calculations of the actual values of key performance indicators, functional key performance indicators, as well as the validity of the amount of remuneration of the management of VMES JSC for 2024, as per Appendix 6.

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