ПОРТАЛ РОССЕТИ ЮГ

Public Joint Stock Company "ROSSETI South"

MINUTES
of meeting of the Board of Directors of ROSSETI South, PJSC
the city of Rostov-on-Don

26.12.2024 No. 600/2024

Meeting format: in absentia (by poll)
Members of the Board of Directors who took part in the meeting: D.V. Krainskii, M.A. Dokuchaeva, V.Yu. Zarkhin, A.I. Kazakov, O.Yu. Klinkov, M.V. Korotkova, K.Yu. Kravchenko, E.V. Nikitchanova, M.G. Tikhonova, N.V. Paramonova, B.B. Ebzeev.
Questionnaires were not provided: no.
A quorum is present.
The date of the minutes generation: 26.12.2024

AGENDA

1. *On early termination of the powers of Director General of ROSSETI South, PJSC.*
2. *On election of Director General of ROSSETI South, PJSC.*
3. *On approval of terms and conditions of the employment contract with Director General of ROSSETI South, PJSC.*

ISSUE NO. 1: On early termination of the powers of Director General of ROSSETI South, PJSC.
RESOLUTION:

1. Terminate prior to maturity the powers of Boris Borisovich Ebzeev, Director General of ROSSETI South, PJSC on 27.12.2024.
2. Terminate prior to maturity on 27.12.2024 the employment contract dated 28.07.2023 No. 18/2023 with Boris Borisovich Ebzeev, Director General of ROSSETI South, PJSC upon mutual agreement of the parties in accordance with clause 1 part 1 article 77 of the Labor Code of the Russian Federation.
3. Recognize the right of Boris Borisovich Ebzeev to annual bonus for execution results of key performance indicators and functional key performance indicators for 2024.

The corresponding payments shall be carried out on the basis of special resolutions of the Board of Directors of the Company for the time actually worked in 2024 in accordance with the terms of the employment contract dated 28.07.2023 No. 18/2023, concluded with Boris Borisovich Ebzeev, Director General of ROSSETI South, PJSC.

4. Authorize Daniil Vladimirovich Krainskii, Chairman of the Board of Directors to exercise, on behalf of ROSSETI South, PJSC, the rights and obligations of the employer in relation to Boris Borisovich Ebzeev, Director General of ROSSETI South, PJSC, including the stipulation of terms of agreement related to termination of the employment contract dated 28.07.2023 No. 18/2023 and signing it on behalf of ROSSETI South, PJSC.

Voting results:

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

The resolution was adopted.

ISSUE NO. 2: On election of Director General of ROSSETI South, PJSC.
RESOLUTION:

1. Elect Aleksei Aleksandrovich Rybin as Director General of ROSSETI South, PJSC for a term from 28.12.2024 to 27.12.2027 inclusive.

2. Authorize Daniil Vladimirovich Krainskii, Chairman of the Board of Directors to exercise, on behalf of ROSSETI South, PJSC, the rights and obligations of the employer in relation to Aleksei Aleksandrovich Rybin, Director General of ROSSETI South, PJSC, including the signing, on behalf of ROSSETI South, PJSC, the employment contract, additional agreements relating to the termination of the employment contract.

Voting results:

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

The resolution was adopted.

ISSUE NO. 3: On approval of terms and conditions of the employment contract with Director General of ROSSETI South, PJSC.
RESOLUTION:

1. Approve since 28.12.2024 the terms and conditions of the Employment contract with Aleksei Aleksandrovich Rybin, Director General of ROSSETI South, PJSC in accordance with the Provision on the conditions of remuneration of managers, their deputies, chief accountants and members of collegial executive bodies of state corporations, state-owned companies, business entities whose shares in authorized capital are owned by the Russian Federation, approved by Decree of Government of the Russian Federation dated 13.02.2023 No. 209 "On conditions of remuneration for managers, their deputies, chief accountants and members of collegial executive bodies of state corporations, state companies, business entities whose shares in authorized capital are owned by the Russian Federation" according to Appendix No. 1 to this resolution of the Board of Directors of the Company.

2. Specify that items 4.1.2 and 4.4.1 of Appendix No. 1 to this resolution of the Board of Directors of the Company become effective on the date when Aleksei Aleksandrovich Rybin is allowed to information classified as state secret according to form No. 2 in the established manner.

Voting results:

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

The resolution was adopted.

Regarding the agenda of the meeting of the Board of Directors of ROSSETI South, PJSC held on 26.12.2024, a separate opinion was received from V.Yu. Zarkhin, the member of the Bord of Directors (adduced to the minutes).

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

Company secretary **L.N. Kuznetsova**