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

25.02.2025 № 608/2025

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.
MoM issuance date: 25.02.2025

AGENDA

1. *On approving candidates for certain positions of the Company Executive Body, as assigned by the Company Board.*
2. *On coordinating the opinion of Rosseti South PJSC (representatives of Rosseti South PJSC) on the agenda issue of the Company Board Meeting of VMES JSC On premature termination of authorities and electing the Director General of VMES JSC.*
3. *On reviewing the report on ensuring the insurance protection of Rosseti South PJSC for 2024.*

ISSUE 1: On approving candidates for certain positions of the Company Executive Body, as assigned by the Company Board.
RESOLUTION:
Approve the candidate Alexey Viktorovich Koledin for the position of Deputy Director General - the Branch Director of Rosseti South PJSC - Volgogradenergo.

Voting results:

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

The resolution was adopted.

ISSUE 2: On coordinating the opinion of Rosseti South PJSC (representatives of Rosseti South PJSC) on the agenda issue of the Company Board Meeting of VMES JSC On premature termination of authorities and electing the Director General of VMES JSC.

RESOLUTION:
Instruct representatives of Rosseti South PJSC on the agenda issue of the Board Meeting of VMES JSC On premature termination of authorities and electing Director General of VMES JSC vote AGAINST taking the following decision:

«1. Prematurely terminate authorities, including prematurely terminate the work contract No.52/23 dated 29.08.2023 with Director General Alexey Alexandrovich Rybin by agreement by the parties according to clause 1 of Part 1 of Article 77 of the Russian Labor Code.

2. Coordinate terms of the premature termination of the work contract with Alexey Alexandrovich Rybin in the position of Director General of VMES JSC, namely admit that Alexey Alexandrovich Rybin has the right to get annual premium for attaining key performance indicators

and key functional performance indicators for 2024.

The respective payments shall be made on the basis of relevant decisions of VMES JSC Board for hours actually worked in 2024 as per terms of the work contract No.52/23 dated 29.08.2023 as entered into by Alexey Alexandrovich Rybin in the position of Director General of VMES JSC.

3. Empower the Board Chairman of VMES JSC Ebzeev Boris Borisovich to sign the agreement concerning the termination of the work contract No. 52/23 dated 29.08.2023 entered into with VMES JSC Director General Alexey Alexandrovich Rybin.

4. Elect Alexey Viktorovich Koledin as Director General of VMES JSC, with entering into the part-time work contract through August 28, 2026.

5. Empower Alexey Alexandrovich Rybin in the position of Director General of Rosseti South JSC take on rights and obligations of employers in respect of Alexey Viktorovich Koledin in the position of Director General of VMES JSC, including the coordination of terms and conditions of the work contract with Director General of VMES JSC, and signing the work contract, supplement agreements thereto, and agreements regarding the work contract termination.»

Voting results:

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

The resolution was adopted.

ISSUE 3: On reviewing the report on ensuring the insurance protection of Rosseti South PJSC for 2024.

RESOLUTION:

Consider the report on ensuring the insurance protection of Rosseti South PJSC for 2024 asp er Annex 1.

Voting results:

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

The resolution was adopted.

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

Company secretary **L.N. Kuznetsova**