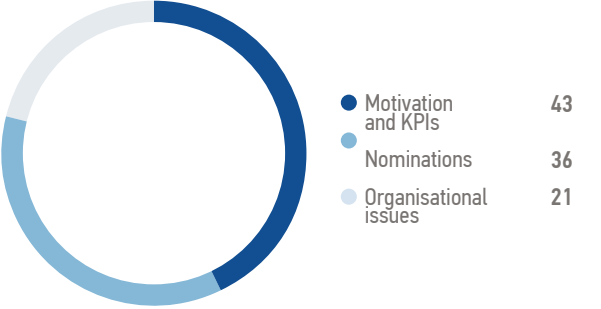


Activities in 2023

In 2023, the Personnel and Remuneration Committee held 7 meetings (all in absentia) and considered 14 issues.

Categories of the matters reviewed by the Personnel and Remuneration Committee, %



Motivation and KPIs	43
Nominations	36
Organisational issues	21

Key Focus Areas of the Personnel and Remuneration Committee

- Development of policies for remuneration of Board members, senior officials and supervision over their implementation
- Preliminary assessment of the key workers of the Company based on the results of the year
- Development of terms of employment contracts with members of the Management Board and key workers of the Company
- Development of recommendations to the Board of Directors on determining the amount of remuneration and principles for remuneration of the Corporate Secretary of the Company
- Assessment of the performance of the Board of Directors and its members, determination of priority areas to reinforce the composition of the Board of Directors
- Preparation of recommendations to shareholders regarding voting on the election of candidates to the Board of Directors
- Development of top management succession policies
- Planning of personnel appointments (talent pool) of senior officials, recommendations to the Board of Directors regarding candidates for the positions of senior officials and the Corporate Secretary of the Company

Key Issues Reviewed

On recommendations to the Board of Directors of PJSC Rosseti on matters related to:

- Results of self-assessment of the Board of Directors and Committees for 2022
- Approval of internal documents on labour remuneration and material incentives, as well as calculation of KPIs for PJSC Rosseti's management personnel
- Calculation of KPIs and FKPIs of the Company's management personnel
- Approval of the progress report of the Development Plans of subsidiaries of PJSC Rosseti
- Approval of the 2022 KPI achievement report for the Company's top managers, including in the field of innovation activities

All the decisions proposed by the management were approved by the Committee members.

Strategy Committee

Dear Shareholders,

In 2023, the Strategy Committee traditionally considered issues of a strategic nature, the decisions on which were aimed at ensuring high performance of the Company.

Within the scope of its functions, the Committee reviewed the deliverables of business plans, including those of IFRS consolidated plans the Long-Term Development Programme, as well as the achievement of key performance indicators.

In addition, the Committee made recommendations to the Board on updating the Business Planning Standard in connection with the restructuring of the Company and on the formation of the business plan for the forthcoming period and forecast figures for 2025–2028.

Particular attention was paid to work on the consolidation of power grid facilities and management of non-core assets, namely, updating the register and approving the Non-Core Asset Disposal Programme. The Committee members also paid attention to such an important and pressing area as the implementation of the concept of development of charging infrastructure for electric vehicles, the purpose of which is to promote the development of the charging infrastructure market for electric vehicles.

Chairman of the Strategy Committee of the Board of Directors of the Company

The activities of the Strategy Committee are regulated by [the Regulations on the Strategy Committee of the Board of Directors of the Company](#) as amended and approved by the resolution of the Board of Directors of PJSC FGC UES dated 11 August 2021¹.

Members of the Strategy Committee

Full name, position ²	Composition of the Committee from 01.01.2023 to 07.06.2023 ³	Composition of the Committee from 07.06.2023 to 31.12.2023 ⁴	Participation in Committee meetings in 2023
Director 2-11 Chairman of the Committee Independent Director		+	9/9
Director 1-8	+		2/2
Aleksey Valineev Deputy Head of the Competitive Pricing Development Department of NPP Market Council Association	+	+	10/11
Alexey Zhukov Vice-President of OPORA Association	+		2/2
Andrey Maksimov Director of the Power Engineering Development Department of the Ministry of Energy of Russia		+	8/9
Elena Medvedeva Director of the Department of Operational Management in the Fuel and Energy Complex of the Ministry of Energy of Russia	+	+	11/11
Sergey Pavlushko First Deputy Chairman of the Management Board of JSC SO UPS	+	+	10/11
Director 1-5	+		2/2
Maria Tikhonova Deputy General Director or Corporate Governance of PJSC Rosseti	+	+	11/11
Vladimir Tulsky Director of National Research University "Moscow Power Engineering Institute"		+	9/9

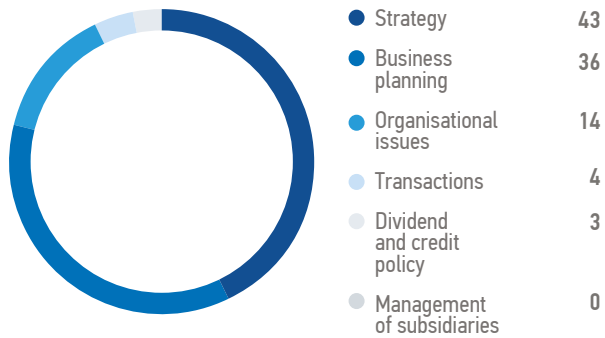
¹ Minutes of meeting of the Company's Board of Directors No. 550 dated 12 August 2021.
² Position and place of employment are as of the date of the last election to the Committee.
³ Resolution of the Board of Directors of the Company dated 19 August 2022 (Minutes No. 587 dated 22 August 2022).
⁴ Resolution of the Board of Directors of the Company dated 7 June 2023 (Minutes No. 620 dated 7 June 2023).

Activities in 2023

In 2023, the Strategy Committee met 11 times and considered 28 issues.

Meeting form	Number of meetings	Number of issues considered
In person	5	14
In absentia	6	14

Matters reviewed by the Strategy Committee, %



Key Focus Areas of the Strategy Committee

- Discussion of strategic areas, the Company's Long-term Development programme, long-term financial model and progress reports
- Discussion of business planning matters and progress reports on the business plan
- Evaluation of M&A projects
- Discussion of dividend policy matters
- Discussion of key areas of activities of controlled entities
- Discussion of matters relating to the Company's performance improvement
- Discussion of issues of the corporate structure of the Rosseti Group, including participation (termination of participation in other entities)
- Discussion of revenue-intensive transactions

Key Issues Reviewed

- On recommendations to the Board of Directors of PJSC Rosseti on matters related to:
- Review of progress reports on business plans
 - Review of the progress report on the Long-Term Development Programme of PJSC Rosseti and Rosseti KPI achievement report for 2022
 - Approval of the Rosseti Group's business plan for 2023 and forecast indicators for 2024–2027
 - Approval of the business plan of PJSC Rosseti for 2024 and forecast indicators for 2025–2028
 - Approval of the Business Planning Standard
 - Review of the key indicators of business plans for 2024–2028 for subsidiaries of PJSC Rosseti engaged in electricity transmission

Investment Committee

Dear Shareholders,

The Committee's actions are intended to assist the Board of Directors in effectively resolving matters pertaining to investment activities, reliability, energy efficiency, and innovative development of the Company and the Rosseti Group in general.

In the reporting period, the Committee reviewed the progress of the Company's Investment Programme for 2020–2024, as well as its adjustment, and dealt with the issues of price audit and technological audit of investment projects. It can be separately noted that the Company has fulfilled tasks of strategic importance, including the activities under the Comprehensive Plan for Modernisation and Expansion of Backbone Infrastructure¹.

Special attention was paid to studying the development of the production asset management system, import substitution issues at the Rosseti Group, as well as deliverables of the Innovative Development Programme and grid connection activities.

All of these areas will see continued effort in the upcoming corporate year.

Recommendations developed by the Committee during the consideration of issues contributed to the effective fulfilment of the Board of Directors' tasks and achievement of the Company's goals in the field of investment improvement.

Chairman of the Investment Committee

The activities of the Committee are regulated by [the Regulations on the Investment Committee of the Board of Directors of the Company](#) as amended and approved by the resolution of the Board of Directors dated 7 April 2022¹.

Members of the Investment Committee

Full name ² , position	Composition of the Committee from 01.01.2023 to 07.06.2023 ³	Composition of the Committee from 07.06.2023 to 20.12.2023 ⁴	Composition of the Committee from 20.12.2023 to 31.12.2023 ⁵	Participation in Committee meetings in 2023
Director 2-10				
Chairman of the Committee	+	+	+	12/12
Independent Director				
Grigory Gladkovskiy Company's Deputy Chief Engineer	+			4/4
Vladimir Gritsenko Member of the Presidium of OPORA RUSSIA	+			4/4
Ivan Kunets Deputy Director of the Department of Operational Management in the Fuel and Energy Complex of the Ministry of Energy of Russia	+			4/4
Elena Medvedeva Director of the Department of Operational Management in the Fuel and Energy Complex of the Ministry of Energy of Russia		+	+	8/8
Alexey Molsky Deputy General Director for Investments and Capital Construction of PJSC Rosseti	+	+	+	12/12
Sergey Pavlushko First Deputy Chairman of the Management Board of JSC SO UPS	+	+	+	12/12
Director 1-6		+	+	8/8
Ivan Selivakhin Financial Director of JSC ATS, Council of the Chairman of the Management Board of NPP Market Council Association	+			4/4
Vyacheslav Skulkin Deputy Director of the Electricity Development Department of the Ministry of Energy of Russia	+	+	+	9/12
Artem Chesnokov Assistant to the Minister of Construction, Housing and Utilities of the Russian Federation		+	resigned	5/7
Natalya Chukicheva Deputy Director of the Capital Investment Department of the Ministry of Construction, Housing and Utilities of the Russian Federation			+	1/1

¹ Approved by Executive Order of the Government of the Russian Federation No. 2101-r dated 30 September 2018.

¹ Minutes of meeting of the Company's Board of Directors No. 570 dated 8 April 2022.

² Position and place of employment are as of the date of the last election to the Committee.

³ Resolution of the Board of Directors dated 19 August 2022 (Minutes No. 587 dated 22 August 2022).

⁴ Resolution of the Board of Directors dated 7 June 2023 (Minutes No. 620 dated 7 June 2023).

⁵ Resolution of the Board of Directors dated 20 December 2023 (Minutes No. 637 dated 22 December 2023).