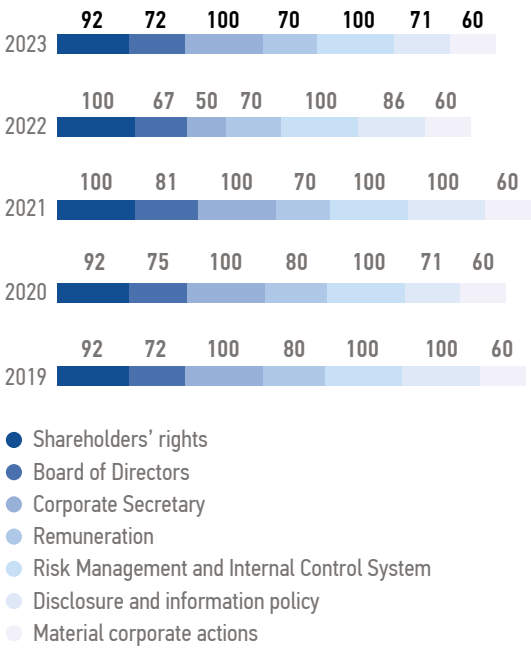


Thus, the number of principles and recommendations of the Bank of Russia Corporate Governance Code fully complied with by the Company increased from 60 in 2022 to 61 in 2023 (the share of fully complied principles increased, respectively, from 78% to 79%).

Herewith, the Company fully complies with the principles of Chapter IV “Corporate Secretary of the Company” and Chapter V “Risk Management and Internal Control System”.

Compliance with the Recommendations of the Corporate Governance Code of the Bank of Russia¹, %



Compliance with the Recommendations and Principles of the Corporate Governance Code of the Bank of Russia

Data on the compliance with the recommendations and principles of the Corporate Governance Code	Full Compliance			Partial compliance			Non-compliance			Not applicable		
	2021	2022	2023	2021	2022	2023	2021	2022	2023	2021	2022	2023
Shareholder rights and equality of conditions for shareholders in exercising their rights	13	13	12	–	–	1	–	–	–	–	–	–
Board of Directors of the Company	29	24 ²	26	7	12	10	–	–	–	–	–	–
Corporate Secretary of the Company	2	1 ²	2	–	1	–	–	–	–	–	–	–
Remuneration system for members of the Board of Directors, executive bodies and other key executives of the Company	7	7	7	1	1	1	–	–	–	2	2	2
Internal Control and Risk Management System	6	6	6	–	–	–	–	–	–	–	–	–
Disclosure of information about the Company, information policy of the Company	7	6	5	–	1	2	–	–	–	–	–	–
Material corporate actions	3	3	3	2	2	2	–	–	–	–	–	–

General Meeting of Shareholders

The General Meeting of Shareholders of the Company (hereinafter — the Meeting) is the top governance body of the Company, which ensures the exercise of shareholders' rights to manage the Company, and makes decisions on the most important, key, strategic matters of its activity.

The Regulations on the General Meeting of Shareholders of the Company determine the procedure for holding it and the main organisational matters related to the arrangement of the Meetings. Shareholders are given the opportunity to ask questions on the agenda of the Meeting through the Secretary of the Meeting. Questions may be addressed to members of the governance and control bodies, the chief accountant and auditor of the Company, who are required to be invited to the Meeting. For other questions received from shareholders during the Meeting, the Company provides a response within 30 days from the date of the Meeting.

The Company's shareholders have access to a forum and a dedicated email address that allow them to submit questions about the Meeting.

In order to improve the validity of decisions made by the Meeting, the Regulations on the General Meeting of Shareholders of the Company define a list of additional documents that the Company undertakes to provide to shareholders. The materials provided include the position

[The Regulations on the General Meeting of Shareholders of the Company](#) were approved by the resolution of the Extraordinary General Meeting of Shareholders of the Company held on 14 September 2022 (Minutes No. 27 dated 15 September 2022).



of the Board of Directors regarding the agenda of the Meeting, extra data about candidates for governance and control bodies, comparative tables of amendments made to the Articles of Association and internal documents of the Company. All materials are posted on the Company's website in Russian and, if necessary, in English, no later than 30 days before the Meeting.

Organisation of General Meetings of Shareholders

The General Meeting of Shareholders is one of the key events in the Company's activities. The Company takes a responsible approach to the organisation of the Meeting, striving to ensure the maximum possible comfort and awareness of shareholders in order to improve the quality of decisions made and take into account the interests of various groups of shareholders. When organising the Meeting, additional measures are taken in the interests of shareholders and investors:

- Ensuring that representatives of key groups of stakeholders participate in the Meeting, including representatives of the media, in order to provide such persons with an opportunity to obtain information on all matters of interest (taking into account the requirements to hold meetings in absentia)

- Ensuring completeness and informational value of materials, including recommendations of the Board of Directors of the Company, complete information about candidates for governance bodies, detailed reports and demonstration materials
- Placing and storing the information for several years in the public domain on the Company's website
- Holding Meetings in convenient locations in Moscow with unhindered access for all shareholders
- Using online services to engage in the meeting and become acquainted with the contents and outcomes of previous meetings

¹ Information on fully complied recommendations of the Corporate Governance Code of the Bank of Russia excludes partially complied recommendations.
² The decrease was due to the Company's decision to refuse to disclose 'sensitive' information.

General Meetings of Shareholders in 2023

Decisions taken

Type of the General Meeting: extraordinary Holding form: absentee vote Date of the Meeting: 21.03.2023 Minutes No. 28 dated 21.03.2023	<ul style="list-style-type: none">• Powers of the Board members of the Company terminated early• Board of Directors of the Company elected
Type of the General Meeting: annual Holding form: absentee vote Date of the Meeting: 30.06.2023 Minutes No. 29 dated 30.06.2023	<ul style="list-style-type: none">• Company's Annual Report for 2022 approved• Annual financial statements of the Company for 2022 approved• Distribution of the Company's profit (loss) based on the results of 2022 approved• Decision made not to pay dividends on the Company's ordinary shares based on the results of 2022• Decision made to pay remuneration to the members of the Company's Board of Directors elected by resolution of the Annual General Meeting of Shareholders of PJSC FGC UES dated 28 June 2022 (Minutes No. 26 dated 28 June 2022), whose powers were terminated ahead of schedule by resolution of the Extraordinary General Meeting of Shareholders of PJSC Rosseti dated 21 March 2023 (Minutes No. 28 dated 21 March 2023) and who do not hold public office in the Russian Federation and otherwise are not persons in respect of whom the laws of the Russian Federation provide restrictions or prohibitions on receiving any payments from commercial organisations, and who are not employees of PJSC Rosseti, in accordance with the Regulation on Payment of Remuneration and Compensation to Members of the Board of Directors of PJSC FGC UES approved by the Extraordinary General Meeting of Shareholders of PJSC FGC UES on 14 September 2022 (Minutes No. 27 dated 15 September 2022)• Decision made to pay remuneration to members of the Board of Directors of PJSC Rosseti elected by resolution of the Extraordinary General Meeting of Shareholders of PJSC Rosseti dated 21 March 2023 (Minutes No. 28 dated 21 March 2023), who do not hold public office in the Russian Federation and are otherwise not persons in respect of whom the laws of the Russian Federation provide restrictions or prohibitions on receiving any payments from commercial organisations, and who are not employees of PJSC Rosseti, in accordance with the Regulations on Payment of Remuneration and Compensation to Members of the Board of Directors of PJSC FGC UES approved by the Extraordinary General Meeting of Shareholders of PJSC FGC UES on 14 September 2022 (Minutes No. 27 dated 15 September 2022)• Decision made to pay remuneration to members of the Internal Audit Commission of PJSC Rosseti who do not hold public office in accordance with the Regulation on Payment of Remuneration and Compensation to Members of the Internal Audit Commission of PJSC FGC UES approved by the Extraordinary General Meeting of Shareholders of PJSC FGC UES on 14 September 2022 (Minutes No. 27 dated 15 September 2022)• Board of Directors of the Company elected• Audit Commission of the Company elected• Company's auditing organisation was appointed• Number of authorised ordinary shares determined that the Company is entitled to place in addition to the Company's outstanding ordinary shares• Amendments to the Articles of Association of the Company approved• Decision made to increase the authorised capital of the Company by placing additional ordinary shares of the Company

Information about the Meetings held in the Reporting Year

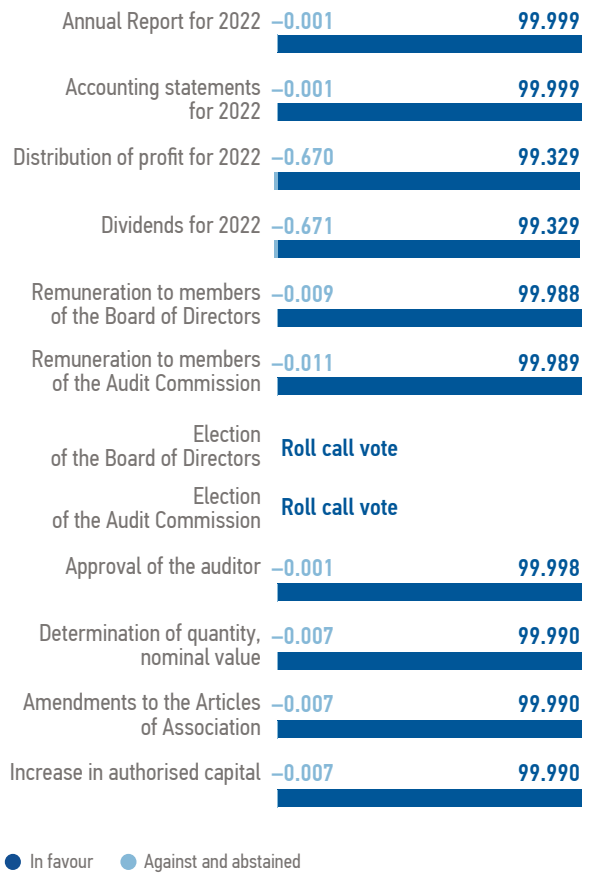
In most cases, the issues included by the Board of Directors in the agenda of the General Meeting of Shareholders are supported by the Meeting and resolutions on them are taken. This is due to both the high-quality review of materials at the stage of preparation for the Meeting and consistency in decision-making by the members of the Board

of Directors representing the interests of the largest shareholders, as well as the controlling interest of the major shareholder and related parties. Resolutions on every item on the Meeting's agenda were adopted during the reporting period thanks to the Russian Federation's 75.000048%¹ stake in the authorised capital of PJSC Rosseti.

¹ As of 31 December 2023, the share of the Russian Federation is 75.2780% of the outstanding shares, including additional issue of securities (state issue number: 1-01-65018-D-109D dated 21 August 2023).

Results of meetings and consideration of the interests of minority shareholders

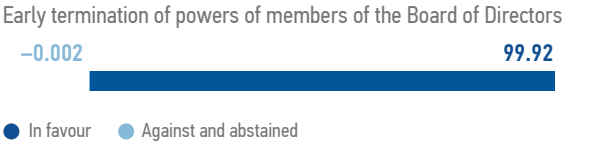
Voting results at the Annual General Meeting of Shareholders held on 30.06.2023, %



In the reporting year, on all agenda items that were not related to the election of members of the Board of Directors and the Audit Commission of the Company and, accordingly, did not provide for roll call or cumulative voting, considered by the Annual General Meeting of Shareholders on 30 June 2023, the number of positive votes exceeded 99%. The matters of dividend payment (0.6695%), as well as remuneration to the members of the Board of Directors (0.0072%) and the members of the Revision Commission (0.0087%) received the highest number of negative votes. That being said, the matters of payment of remuneration in companies with state participation are regulated by regulatory acts of the Government of the Russian Federation and federal executive authorities. The Company ensures compliance with the requirements of the acts above in strict accordance with established principles.

¹ Public Joint Stock Company Rosseti was the controlling shareholder of the Company until 9 January 2023.
² The Russian Federation is the controlling shareholder of the Company since 9 January 2023.

Voting Results at the Extraordinary General Meeting of Shareholders held on 21.03.2023, %

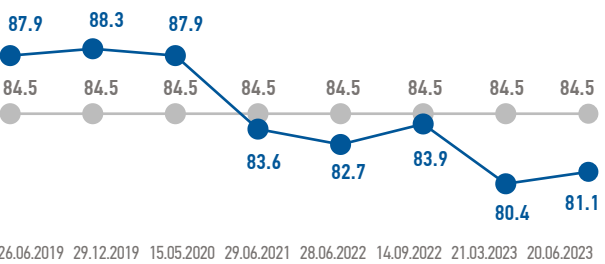


On the agenda items considered by the Extraordinary General Meeting of Shareholders on 14 September 2022, the total number of 'against' and 'abstained' votes did not exceed 0.6711% of the number of votes belonging to the Meeting attendees.

In general, the proportion of votes 'against' and 'abstained' on matters considered by the General Meeting of Shareholders in 2023 was significantly lower than in previous years.

Quorum of the General Meetings of Shareholders

Quorum of the General Meetings of Shareholders in 2019–2023, %



The average quorum of the Meetings over the last four years preceding the reporting year was 84.5%, which, considering the share of the controlling shareholder (Public Joint Stock Company Rosseti, which owned 80.13% of the Company's voting shares¹) and quasi-treasury shares (1.07%), means that approximately 14.25% of the total number of minority shareholders participated in the Meetings.

Starting from the Extraordinary General Meeting of Shareholders held on 21 March 2023, the share of the controlling shareholder decreased (the Russian Federation holds 75.000048% of the Company's voting shares²). Given the changes during the reporting period, the average quorum at the end of the two Meetings was ~80.8%, slightly less than the average for the previous four years. A reduced rate of attendance by minority shareholders that are connected with unfriendly states could be another reason behind the 2023 average quorum decline.