

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 Independent Director	+	+	+	12/12
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).

Activities in 2023

In 2023, the Investment Committee met 12 times and considered 22 issues.

Meeting form	Number of meetings	Number of issues considered
In person	2	5
In absentia	10	17

Key Focus Areas of the Investment Committee

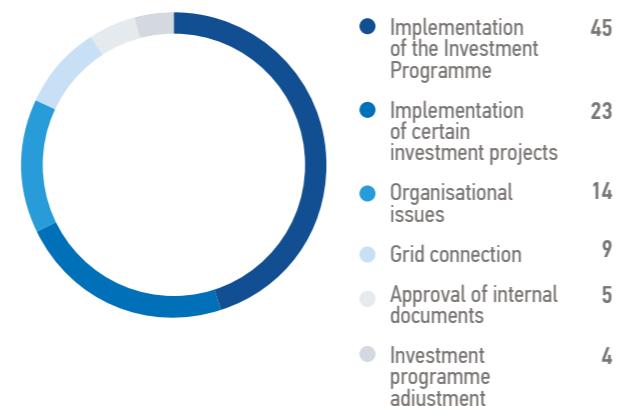
- Discussion of the investment programme and its progress reports
- Discussion of innovative development programmes, R&D and technological development
- Development of the UPS of Russia and programmes for the development of power distribution grids
- Consideration of individual key projects

Key Issues Reviewed

- On recommendations to the Board of Directors of PJSC Rosseti on matters related to:
- Adjustment of the investment programme of PJSC Rosseti for 2020–2024
 - Review of progress reports on the Plan for the Development of the Production Asset Management System of PJSC Rosseti
 - Consideration of reports on audits of investment projects
 - Consideration of the progress report on investment programme, including projects of federal significance
 - Approval of the Quality Policy of the Rosseti Group
 - Results and plans aimed at import substitution at the Rosseti Group
 - Approval of the progress report on innovative development programmes
 - Results of grid connection activities

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

Matters reviewed by the Investment Committee, %



Executive Bodies

Implementation of the strategy, development programme, operational management and management of current issues of the Company's activities are within the remit of the executive bodies — the Management Board and the General Director.

Collegial Executive Body of the Company (Management Board)

The Management Board of the Company is a collegial executive body of the Company headed by the General Director of the Company, who exercises functions of the Chairman of the Management Board of the Company.

The Management Board of the Company is guided by the legislation of the Russian Federation, decisions of the General Meeting of Shareholders of the Company, the Board of Directors of the Company, the Articles of Association of the Company, [Regulations of the Management Board](#)¹ and other internal documents of the Company.

The Management Board of the Company manages the current activities of the Company within the remit defined by the Articles of Association of the Company, decisions of the General Meeting of Shareholders of the Company, the Board of Directors of the Company, acts in the interests of the Company and its shareholders, and ensures practical realisation of the goals, development strategy and policy of the Company.

Main Tasks of the Management Board of the Company:

- To ensure observance of the rights and legitimate interests of the Company's shareholders
- To work out decisions on the most important issues of the Company's current financial and economic activities
- To increase the efficiency of the internal control and risk management systems
- To ensure an increase in the investment attractiveness and economic efficiency of the Company's operations

Composition of the Management Board

The number of the Company's Management Board members is determined by the Board of Directors of PJSC Rosseti as proposed by the Company's General Director. The General Director of the Company shall propose candidates (other than themselves) for membership on the Management Board to the Board of Directors for consideration. The Board of Directors of the Company shall be responsible for the election of Management Board members and the early termination of their powers.

Following the Board of Directors' resolution on 24 October 2022², the Management Board of PJSC Rosseti began operations in 2023 with a membership of five persons. In the reporting year, the composition of the Management Board of the Company was changed: Evgeny Lyapunov and Vladimir Kharitonov were elected to the Management Board of the Company by the decision of the Board of Directors of the Company dated 14 March 2023³. Starting from 14 March 2023, the Management Board of the Company consists of seven persons.

All persons who are members of the Management Board of the Company have the required experience and skills set to perform their functions at the highest level.

¹ Approved by the resolution of the Extraordinary General Meeting of Shareholders of the Company on 14 September 2022 (Minutes No. 27 dated 15 September 2022).

² Minutes of the Company's Board of Directors No. 593 dated 24 October 2022.

³ Minutes of the Company's Board of Directors No. 612 dated 17 March 2023.