

APPROVED BY
the decision of the General Meeting of
Shareholders
of Rosseti North-West, PJSC
dated June 19, 2025 (Minutes No. 21 dated
June 24, 2025)

REGULATION
on Payment of Remuneration and Reimbursements to
Members of the Board of Directors of
Rosseti North-West
Public Joint Stock Company

Saint Petersburg
2025

1. This Regulation on the Payment of Remuneration and Reimbursements to Members of the Board of Directors of Rosseti North-West Public Joint Stock Company (hereinafter referred to as the “Regulation”) is an internal document of Rosseti North-West Joint Stock Company (hereinafter referred to as “Rosseti North-West PJSC”, the “Company”), which determines the amounts, terms, and procedure for the payment of remuneration and compensation to members of the Company's Board of Directors of Rosseti North-West, PJSC.

2. This Regulation has been developed in accordance with Federal Law No. 208-FZ “On joint stock companies” dated 26.12.1995, the Company's Articles of Association and the Company's internal documents.

3. The Company shall pay the remuneration in monetary form.

4. The provisions of this Regulation shall not apply to members of the Company's Board of Directors who are also members of the Company's Management Board or the Company's General Director.

5. Remuneration shall not be accrued or paid to the Chairperson of the Company's Board of Directors and members of the Company's Board of Directors who are persons in respect of whom the legislation of the Russian Federation provides for restrictions or prohibitions on receiving any payments from commercial organizations.

6. Remuneration payment.

6.1. The remuneration to a member of the Company's Board of Directors shall be paid for the period from the date of election of a candidate to the Company's Board of Directors until the date of termination of powers of a member of the Company's Board of Directors.

6.2. Remuneration to each member of the Company's Board of Directors shall be paid quarterly.

6.3. The amount of quarterly remuneration for each member of the Company's Board of Directors is calculated based on the total number of meetings of the Company's Board of Directors (hereinafter referred to as the “meeting”) and absentee voting for the adoption of decisions by the Company's Board of Directors (hereinafter referred to as the “absentee voting”) in the reporting quarter and the number of meetings and absentee votes in which the member of the Company's Board of Directors participated, according to the formula:

$$S(1) = B_{\text{base}}/4 \times 100/130 \times \left(\frac{n}{m} \right), \text{ where}$$

S(1) — amount of quarterly remuneration;

B_{base} — the amount of the basic annual remuneration, determined in the manner prescribed by Clause 6.4 hereof;

n — number of meetings and absentee votes in which a member of the Company's Board of Directors participated during the reporting quarter;

m — total number of meetings and absentee ballots in the reporting quarter.

6.3.1. The amount of remuneration for participation in the Company's Board of Directors for a member of the Company's Board of Directors who, after the date of election, ceased to be a member of the Company's Management Board or the Company's General Director for the reporting quarter in which the specified event occurred (hereinafter referred to as the “Event”) is calculated using the following formula:

$$S(2) = (S(1)/m) \times n1, \text{ where}$$

S(2) — the amount of remuneration for participation in meetings and absentee voting in the reporting quarter in which the event specified in the first paragraph of sub-Clause 6.3.1 of Clause 6.3 hereof occurred;

S(1) — amount of quarterly remuneration;

m — total number of meetings and absentee ballots in the reporting quarter.

n1 — the total number of meetings and absentee votes in the reporting quarter in which a member of the Company's Board of Directors participated after the occurrence of the event specified in the First Paragraph of Sub-Clause 6.3.1 of Clause 6.3 hereof.

6.4. The amount of the basic annual remuneration (B_{base}) shall be established on the basis of the Company's revenue, calculated according to Russian accounting standards for the last completed reporting year preceding the election of the Company's Board of Directors, and shall be:

Revenue amount	B_{base}
over 200 bln rubles	3,000,000 rubles
over 70 bln rubles	2,700,000 rubles
over 30 bln rubles	2,200,000 rubles
over 10 bln rubles	1,600,000 rubles
over 1 bln rubles	1,000,000 rubles
over 600 mln rubles	800,000 rubles
below 600 mln rubles	600,000 rubles

6.5. The remuneration specified in Clause 6.3 hereof shall be paid within thirty (30) calendar days after the end of the reporting quarter;

6.6. In addition to the remuneration specified in Clause 6.3 hereof, the following bonuses shall be established:

30% of S(1) — to the Chairperson of the Company's Board of Directors;

20% of S(1) — to the Chairpersons of the Committees under the Company's Board of Directors;

10% of S(1) — to the members of Committees under the Board of Directors of the Company;

6.7. Bonuses are not paid to the Chairperson and members of the Company's Board of Directors Committees if no meetings or absentee voting were held during the reporting quarter to adopt decisions by the relevant Company's Board of Directors Committees.

6.8. Bonuses are not paid to the Chairperson and members of the Company's Board of Directors Committees if no meetings or absentee voting were held during the reporting quarter to adopt decisions by the relevant Company's Board of Directors Committees.

6.9. The total amount of quarterly remuneration paid to each member of the Board of Directors of the Company as specified in Clause 6.3 hereof with account for all the bonuses specified in Clause 6.6 hereof can not exceed the amount of $1/4$ of B_{base}

6.10. The remuneration shall not be paid if a member of the Company's Board of Directors has not participated in more than 50% of the meetings and absentee votes held during the reporting quarter.

6.11. The member of the Board of Directors may give up receipt of the remuneration stipulated hereby by way of forwarding the corresponding written application addressed to the Company's General Director.

7. Reimbursement of expenses.

7.1. The members of the Company's Board of Directors shall be reimbursed for the expenses incurred in connection with their participation in meetings of the Company's Board of Directors, Company's Board of Directors Committee, and the Company's General Meeting of Shareholders, in accordance with the rules for reimbursement of travel expenses applicable at the time of the relevant meeting, as established for the Company's senior managers.

7.2. Payment of reimbursement of expenses shall be made by the Company to a member of the Company's Board of Directors within three (3) business days after the member of the Company's Board of Directors submits documents confirming the expenses incurred.

8. Payment of remuneration shall be made at the expense of the Company's profits from unregulated activities.