

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 the Board of Directors
Rosseti North-West
Public Joint Stock Company

Saint Petersburg
2025

1. General Provisions

1.1. This Regulation on 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 Public Joint Stock Company (hereinafter referred to as “Rosseti North-West, PJSC”, the “Company”), which determines the terms, procedure for preparing and holding 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 “absentee voting”), as well as the procedure for the adoption of decisions by the Company Board of Directors and control over their implementation.

1.2. This Regulation has been developed in accordance with the Civil Code of the Russian Federation, Federal Law No. 208-FZ dated December 26, 1995, “On joint stock companies” (hereinafter referred to as the Federal Law “On joint stock companies”), other regulatory legal acts of the Russian Federation, and the Company’s Articles of Association.

1.3. The Company’s Board of Directors shall perform general management of the Company’s activities, except for addressing the issues referred to the competence of the Company’s General Meeting of Shareholders by the Federal Law “On joint stock companies”.

The Company’s Board of Directors, within the competence defined by the legislation of the Russian Federation and the Company’s Articles of Association, controls the activities of the Company’s executive bodies, as well as the execution of resolutions of the Company’s General Meeting of Shareholders and ensuring the rights and legitimate interests of the Company’s shareholders in accordance with the requirements of the legislation of the Russian Federation.

1.4. The main goals and objectives of activities of the Company’s Board of Directors are:

- ~ determining the Company’s development strategy aimed at increase of Company’s market capitalization and investment attractiveness, achievement of maximum profit and enlargement of the Company’s assets;
- ~ providing for exercise and protection of the rights and lawful interests of the Company’s shareholders as well as assisting in resolution of corporate conflicts;
- ~ providing for complete, reliable and objective disclosure of information on the Company to shareholders and other parties concerned;
- ~ creating effective internal control mechanisms;
- ~ regularly evaluating the activities of the Company’s executive bodies and management work.

For implementation of the stated goals and objectives the Company’s Board of Directors shall be guided by the following principles:

- ~ - taking decisions based on reliable information on the Company’s activities;
- ~ - excluding restrictions on Company’s shareholders’ rights to participate in management of the Company, receipt of dividends and information about the Company;
- ~ - achieving balance of interests between different Company’s shareholder groups and the Company’s Board of Directors taking most objective decisions in the interests of all the Company’s shareholders.

1.5. In its activities, the Company's Board of Directors is guided by the Civil Code of the Russian Federation, the Federal Law “On joint stock companies”, other regulatory legal acts of the Russian Federation, the Company's Articles of Association, and this Regulation.

2. Chairperson of the Company's Board of Directors

2.1. The work of the members of the Company's Board of Directors is organized by Chairperson of the Company's Board of Directors.

2.2. Chairperson of the Company's Board of Directors shall be elected from among the members of the Company's Board of Directors by the majority of votes from the total number of the members of the Company's Board of Directors.

The Company's Board of Directors is at any time entitled to reelect Chairperson of the Company's Board of Directors by majority vote of the total number of the elected members of the Company's Board of Directors.

2.3. After the meeting of the Company's General Meeting of Shareholders at which a new Company's Board of Directors was elected, the first meeting or absentee voting shall be held to elect the Chairperson of the Company's Board of Directors.

2.4. The Company's General Director, members of the Company's Management Board may not hold the position of the Chairperson of the Company's Board of Directors.

2.5. The Chairperson of the Company's Board of Directors shall:

1) make a decision on holding a meeting or absentee voting, ensures notification of the members of the Company's Board of Directors about the nearest meeting or absentee voting in accordance with the procedure stipulated hereby, forms, approves the agenda and determines the method of decision-making by the Company's Board of Directors (meeting or absentee voting), ensures timely provision of materials to the members of the Company's Board of Directors on the agenda issues, supervises the process of holding a meeting and absentee voting;

2) determine a list of persons invited for participation in discussion of specific issues on the session agenda;

3) in accordance with the information received from the Company's Corporate Secretary, fix the quorum for decision-making by the Company's Board of Directors (hereinafter also referred to as "quorum") or its absence, and informs the members of the Company's Board of Directors about the quorum presence;

4) take measures to postpone the meeting or absentee voting with the same agenda in case there is no quorum and organize informing the members of the Company's Board of Directors of the decision taken;

5) preside at the meetings, announce the decisions taken at the meeting and close the meeting;

6) organize the preparation of minutes on the results of the meeting or absentee voting (hereinafter referred to as the minutes of the Company's Board of Directors), signs the minutes of the Company's Board of Directors, requests for audit (inspection) of the Company's financial and economic activities and other documents on behalf of the Company's Board of Directors;

7) organize elaboration and exercises control of implementation of the work plan of the Company's Board of Directors approved by the Company's Board of Directors;

8) represent the Company's Board of Directors in the interaction with the Company's General Director, Company's shareholders, in authorities, public organizations and mass media;

9) carry out correspondence of the Company's Board of Directors with the Company's shareholders, executive bodies, members of the Company's labor collective, other organizations;

10) preside at the meeting of the Company's General Meeting of Shareholders, announce the agenda of the meeting of the Company's General Meeting of Shareholders, inform about forthcoming speeches and reports, announce at the meeting of the Company's General Meeting of Shareholders about adopted decisions and voting results, close the meeting of the Company's General Meeting of Shareholders, as well as perform other functions of the person presiding at the meeting of the Company's General Meeting of Shareholders stipulated by the Regulation on the Company's General Meeting of Shareholders;

11) organize, on behalf of the Company's Board of Directors, control over the implementation of decisions of the Company's General Meeting of Shareholders and the Company's Board of Directors, monitor the implementation of decisions of the Company's Board of Directors, and remove from control decisions of the Company's Board of Directors that have been implemented;

12) organize the development of the most effective solutions to the issues on the agenda, the voting on the proposed draft resolution of the Company's Board of Directors, as well as free discussion of issues and a constructive atmosphere during meetings, ensure compliance with the requirements of the legislation of the Russian Federation, the Company's Articles of Association, this regulation, and other internal documents of the Company;

13) discharge other functions stipulated by the legislation of the Russian Federation, the Company's Articles of Association and decisions of the Company's Board of Directors.

2.6. In the absence of the Chairperson of the Company's Board of Directors, their functions shall be performed by one of the members of the Company's Board of Directors as decided by the Company's Board of Directors (the "Chair"). The Chair shall be elected by the members of the Company's Board of Directors from among themselves by a majority vote of the total number of members of the Company's Board of Directors.

A member of the Company's Board of Directors who performs the functions of the Company's General Director or who is a member of the Company's Management Board may not be elected as the Chair.

3. Independent directors

3.1. An independent director is a person with sufficient independence, professionalism and experience to form their own position, and capable of making objective and honest judgments independent of influence of the executive bodies of the Company, certain groups of the Company's shareholders or other interested parties, and also not being a person who:

3.1.1. Related to the Company.

3.1.2. Related to a major shareholder of the Company.

3.1.3. Related to a major shareholder or a competitor of the Company.

3.1.4. Related to the government or a municipal formation.

3.2. The criteria for determining whether a person is connected pursuant to Sub-Clauses 3.1.1–3.1.4 of Clause 3.1 of this Regulation are determined in accordance with the exchange's listing rules.

3.3. The assessment of candidates nominated for election to the Company's Board of Directors for compliance with the independence criteria is carried out by the Personnel and Award Committee of the Company's Board of Directors.

3.4. In certain cases, a candidate for the Company's Board of Directors (a member of the Company's Board of Directors), despite meeting the formal criteria for affiliation with the Company, a significant shareholder of the Company, a significant counterparty or a competitor of the Company, may be recognized as independent by a decision of the Company's Board of Directors if such affiliation does not affect the ability of the relevant person to make independent, objective, and conscientious judgments.

3.5. The number of independent directors cannot be less than two (2).

3.6. Independent director shall refrain from committing acts, as a result of which he may stop being independent.

If after election to the Board of Directors any circumstances arise, as a result of which an independent director stops being independent, such member of the Company's Board of Directors shall notify about such circumstances the Company's Board of Directors and the Company's Corporate Secretary.

3.7. In the case provided for by Clause 3.6 of hereof, the Company's Board of Directors shall assess the circumstances that served as the grounds for the member of the Company's Board of Directors to lose their status of the independent director.

In those cases, when following such assessment, the Company's Board of Directors recognizes the fact of the Company's Board of Directors member losing the status of the independent director, the Company's Board of Directors shall provide for the Company's disclosure of the corresponding information, and notify the trade organizer accordingly.

If necessary, the Company's Board of Directors shall make a decision on early termination of the powers of the Committees' members of the Company's Board of Directors and/or on election of the Committees of the Company's Board of Directors with a new composition.

4. Senior independent director

4.1. A senior independent director may be elected from among the elected independent members of the Company's Board of Directors. The senior independent director shall be elected by a majority vote of the members of the Company's Board of Directors participating in the meeting or by absentee ballot. The senior independent director is nominated by the independent directors.

4.2. The senior independent director coordinates the work of the independent directors, convenes and chairs meetings of the independent directors as necessary, and liaises with the Chairperson of the Company's Board of Directors.

4.3. The senior independent director plays a key role in assessing the effectiveness of the Chairperson of the Company's Board of Directors and in planning for the succession of the Chairperson of the Company's Board of Directors.

4.4. In the event of a conflict, the senior independent director shall endeavor to resolve it by interacting with the Chairperson of the Company's Board of Directors, other members of the Company's Board of Directors, and the Company's shareholders in order to ensure the effective and stable operation of the Company's Board of Directors.

4.5. Independent directors, chaired by the senior independent director, participate in assessing the quality of the work of the Company's Board of Directors.

5. Rights, duties, and responsibilities of members of the Company's Board of Directors

5.1. The members of the Company's Board of Directors, within the scope of the Board of Directors' authority, have the right to:

1) request and receive information about the activities of the Company and the organizations controlled by the Company, including information constituting the Company's trade secrets, in accordance with the procedure established by the Company's internal documents;

2) familiarize oneself with all founding, regulatory, accounting, reporting, contractual, and other Company's documents in accordance with the legislation of the Russian Federation and the internal documents of the Company;

3) obtain sufficient understanding of the Company's development strategy, the corporate governance system adopted by the Company, the risk management and internal control system, and other material information about the Company's activities in accordance with the procedure established by the Company's internal documents;

4) submit written proposals on the formation of the work plan of the Company's Board of Directors;

5) in accordance with the procedure established by this Regulation, include items on the agenda;

6) request a meeting or an absentee vote;

7) receive remuneration in accordance with the Regulation on the Payment of Remuneration and Compensation to Members of the Company's Board of Directors, approved by a decision of the Company's General Meeting of Shareholders;

8) demand compensation for damages caused to the Company;

9) exercise other rights provided for by the legislation of the Russian Federation, the Company's Articles of Association, this Regulation, and other internal documents of the Company.

5.2. A member of the Company's Board of Directors shall be obliged to:

a) regularly participate in meetings and absentee voting;

b) implement decisions adopted by the Company's General Meeting of Shareholders and the Company's Board of Directors;

c) give advance notice (including by completing and submitting a questionnaire sent by the Company to the member of the Company's Board of Directors) the Company's Corporate Secretary about combining positions in other legal entities, about accepting an invitation to become a candidate for membership of the board of directors (supervisory board) of another legal entity, or about a change in the permanent (main) place of work (service, entrepreneurial activity, etc.), contact telephone numbers and addresses to which correspondence may be sent;

d) within two (2) months from the date when they became aware or should have become aware of the circumstances under which they may be recognized as a person interested in the Company's transactions, notify the Company of the legal entities in relation to which they, their spouse, parents, children, full and half siblings, adoptive parents and adopted children, and/or their controlled organizations are controlling persons or have the right to give binding instructions; about legal entities in whose management bodies they, their spouse, parents, children, full and half-siblings, adoptive parents and adoptees and/or persons controlled by them hold positions; about known or intended transactions in which they may be recognized as an interested party;

e) in the event of a change in the information about legal entities in relation to which they, their spouse, parents, children, full and half brothers and sisters, adoptive parents and adopted children and/or their controlled organizations are controlling persons or have the right to give binding instructions, as well as legal entities in whose management bodies he, his spouse, parents, children, full and half brothers and sisters, adoptive parents and adopted children and/or their controlled persons hold positions, after the company has received the notification provided for in Clause 1 of Article 82 of the Federal Law “On joint stock companies”, notify the Company of the change in the specified information within fourteen (14) days from the date when they learned or should have learned about such change;

f) disclose information about ownership of the Company’s securities and about their sale (alienation) and/or purchase in accordance with the requirements of the legislation of the Russian Federation.

g) refrain from actions that would lead or could potentially lead to a conflict between his interests and the interests of the Company;

h) notify the Company's Board of Directors and the Corporate Secretary of the emergence of a potential conflict of interest and its basis;

i) notify the Company's Board of Directors and Corporate Secretary of any conflict of interest arising in relation to any item on the agenda prior to its consideration by the Company's Board of Directors;

k) refrain from voting on matters in respect of which he or she has or has had a conflict of interest.

A member of the Company's Board of Directors who is an independent director is also required to:

a) refrain from committing acts, as a result of which he may stop being independent.

b) notify the Company's Board of Directors and Corporate Secretary of the circumstances that result in them ceasing to be independent.

5.3. In the event that a member of the Company's Board of Directors requests documents and information relating to the Company and organizations controlled by the Company, the Company shall be obliged to provide the member of the Company's Board of Directors with the requested information and documents in full, except in cases where the provision of information and documents is expressly prohibited by the current legislation of the Russian Federation.

The information and documents requested by a member of the Company's Board of Directors shall be sent to the member of the Company's Board of Directors in writing, signed by the General Director or their deputy responsible for corporate governance issues.

A request for information and documents from a member of the Company's Board of Directors shall be made in writing and contain a list of the requested information and documents. The request shall be signed by a member of the Company's Board of Directors with a handwritten signature or using an electronic signature in accordance with the requirements of Federal Law No. 63-FZ dated April 6, 2011, “On electronic signatures” (hereinafter referred to as the “electronic signature”), and sent to the Company's General Director.

5.4. Directors elected to the Company’s Board of Directors for the first time are provided with the opportunity to get an insight into the Company’s Strategy, Corporate Governance System adopted within the Company, System of Risk Management and Internal Control, distribution of responsibilities between the Company’s executive bodies

and other essential information on production and financial and economic activities of the Company.

5.5. The members of the Company's Board of Directors while exercising their rights and their functions shall act in the interests of the Company, exercise their rights and functions in respect of the Company faithfully and reasonably.

The members of the Company's Board of Directors are required to maintain the confidentiality of information that constitutes the Company's trade secrets, as well as other confidential information.

5.6. The Company's Board of Directors members shall bear the responsibility for the losses incurred by the Company by their wrongful actions or omission, unless other reasons and volume of responsibility are determined by federal laws.

Alongside with this, the members of the Company's Board of Directors who voted against the decision, which led to the Company's losses or those ones who did not participate in the vote.

6. Company's Corporate Secretary

6.1. Technical (informational, documentary, legal, secretarial) support of the current activities of the Company's Board of Directors is performed by the Company's Corporate Secretary acting pursuant to the Company's Articles of Association, the present Regulation, Regulation on the Company's Corporate Secretary, other Company's in-house documents and in accordance with instructions of the Chairperson of the Company's Board of Directors.

6.2. The status of the Company's Corporate Secretary, its functions, requirements to applicants for this job, procedure for the Company's Corporate Secretary appointment and termination of powers, its subordination and procedure for cooperation with the Company's governing bodies and structural units, as well as other aspects of the role of the Company's Corporate Secretary are governed by the Regulation on the Company's Corporate Secretary approved by the decision of the Company's Board of Directors.

7. Committees of the Company's Board of Directors

7.1. The committees of the Company's Board of Directors are formed by decision of the Company's Board of Directors in accordance with the procedure set forth in the Regulation on the Committees of the Company's Board of Directors.

7.2. The committees of the Company's Board of Directors are advisory and consultative bodies that ensure the effective performance of the Company's Board of Directors' functions and are established to preliminarily review the most important issues related to the Company's activities.

7.3. The activities of the Company's Board of Directors Committees are managed by the chairperson of the Company's Board of Directors Committee.

8. Organization of Work of the Company's Board of Directors

8.1. The Company's Board of Directors may adopt decisions at meetings or by absentee voting.

8.2. Meetings and absentee voting shall be conducted in accordance with the approved Work Plan of the Company's Board of Directors as necessary, but not less than once (1) every two (2) months, unless otherwise provided by this Regulation.

8.3. If necessary, the Chairperson of the Company's Board of Directors may decide to hold an unscheduled meeting or absentee voting, change the date of the meeting or absentee voting, include additional items on the agenda, and send revised materials on the agenda items.

8.4. Work Plan of the Company's Board of Directors.

8.4.1. The Work Plan of the Company's Board of Directors may be shaped as per the following main aspects:

- ~ strategic development of the Company;
- ~ medium-term and current planning of the Company's activities;
- ~ organization of activities of the Company's Board of Directors;
- ~ control of fulfillment of decisions of the Company's Board of Directors and the

Company's General Meeting of Shareholders.

8.4.2. The Work Plan of the Company's Board of Directors shall include:

- 1) issues to be considered by the Company's Management Board in the current year (on a quarterly basis);
- 2) list of persons (Company's bodies) in charge of preparation of issues for consideration by the Company's Board of Directors (members of the Company's Board of Directors, Company's General Director, other persons);
- 3) the method of decision-making by the Company's Board of Directors (meeting or absentee voting).

8.4.3. The work plan of the Company's Board of Directors is formed on the basis of proposals from the Chairperson and members of the Company's Board of Directors, Company's Auditing Commission, Company's Management Board, Company's General Director, the Company's Auditing Commission, and a Company's shareholder(s) who collectively own at least five (5) percent of the Company's voting shares.

The proposals referred to in the First Paragraph of this Sub-Clause shall be sent to the Chairperson of the Company's Board of Directors in writing, with a copy of the proposals sent simultaneously to the Company's Corporate Secretary, and shall be signed by the persons who submitted them. The proposal of the Company's Auditing Commission shall be signed by the Chairperson of the Company's Auditing Commission, and the proposal of the Company's Management Board shall be signed by the Company's General Director (Chairperson of the Company's Management Board).

8.5. The decision to hold a meeting or conduct an absentee vote shall be made by the Chairperson of the Company's Board of Directors on their own initiative, at the request of a member of the Company's Board of Directors, the Company's General director, Company's Management Board, Company's Auditing Commission, the head of the structural unit responsible for organizing and conducting the Company's internal audit, the Company's audit organization, as well as other persons specified in the Company's Articles of Association.

8.6. A request to hold a meeting or conduct an absentee vote shall be addressed to the Chairperson of the Company's Board of Directors and signed by the person requesting the meeting or absentee vote. The request of the Company's Auditing Commission to hold a meeting or conduct an absentee vote shall be signed by the Chairperson of the Company's Auditing Commission, and the request of the Company's Management Board shall be

signed by the Company's General Director (Chairperson of the Company's Management Board).

8.7. A request to hold a meeting or conduct an absentee vote shall contain the wording of the agenda item.

8.8. The following shall be attached to the request for a meeting or absentee voting:

a) draft resolution of the Company's Board of Directors on the relevant issue;

b) an explanatory note justifying the need for the Company's Board of Directors to consider the issue;

c) accompanying materials (if available).

8.9. The Chairperson of the Company's Board of Directors shall consider the request to hold a meeting or an absentee vote and decide whether to hold a meeting or an absentee vote, to refuse to hold a meeting or an absentee vote, or to include the issues contained in the request in the agenda of a scheduled meeting or absentee voting, or to refuse to include the issues contained in the request in the agenda of a scheduled meeting or absentee voting, within ten (10) business days from the date of receipt of the relevant request.

A reasoned decision by the chairperson of the Company's Board of Directors to refuse to hold a meeting or absentee voting, or to refuse to include items on the agenda of a scheduled meeting or absentee voting, shall be sent to the person requesting the meeting or absentee voting.

Failure to comply with the requirements set forth in Clauses 8.6-8.8 of this Regulation may serve as grounds for refusing to satisfy a request to hold a meeting or conduct an absentee vote, or to include items on the agenda of a scheduled meeting or absentee vote.

8.10. A meeting or absentee voting may be conducted using a specialized automated information system designed for conducting meetings or absentee voting, including the distribution of notifications, materials (information) on agenda items, voting by members of the Company's Board of Directors, and summarizing the results (outcomes) of the vote (hereinafter referred to as the automated information system).

8.11. Resolutions of the Company's Board of Directors shall be adopted by a majority vote of the members of the Company's Board of Directors participating in the meeting or absentee voting, except as provided by the laws of the Russian Federation and the Company's Articles of Association.

8.12. When decisions are made by the Company's Board of Directors, each member of the Company's Board of Directors has one vote.

In the event of a tie during Chairperson of the Company's Board of Directors has the casting vote.

Transfer of the right to vote by a member of the Company's Board of Directors to another person including another member of the Company's Board of Directors shall not be allowed.

9. Preparation for a meeting or absentee voting

9.1. The first meeting or absentee voting for decision-making by the Company's Board of Directors, elected in its new composition, shall be convened by one of the members of the Company's Board of Directors by sending a notice of the meeting or a notice of absentee voting to all other members of the Company's Board of Directors, as well as to the Company at the address of the Company's General Director.

The Company's General Director is obliged to provide assistance and all information necessary for organizing the first meeting or absentee voting.

9.2. At the first meeting or during absentee voting to adopt decisions, the newly elected Company's Board of Directors shall consider the election of the Chairperson of the Company's Board of Directors or the Chair.

9.3. The notice of the meeting and the notice of absentee voting are prepared by the Company's Corporate Secretary and signed by the Chairperson of the Company's Board of Directors.

9.4. The notice of the meeting and the notice of absentee voting shall contain:

a) full business name and location of the Company;

b) agenda;

c) method of decision-making (meeting or absentee voting);

d) date and time of the meeting, and if voting at the meeting is combined with absentee voting, also the time on the date of the meeting or another earlier date for the deadline for accepting documents containing information on the will of the members of the Company's Board of Directors (hereinafter referred to as the "questionnaire") who voted absentee, the venue of the meeting or information that the meeting with remote participation is held without specifying its venue, or the date and time of the end of the acceptance of questionnaires in the case of absentee voting.

The notice of the meeting and the notice of absentee voting shall be drawn up in accordance with Appendices 1-2 to this Regulation.

9.5. The notice of the meeting or the notice of absentee voting shall be sent by the Company's Corporate Secretary to each member of the Company's Board of Directors in a manner that ensures its prompt receipt (including by personal delivery, by sending it to the email addresses of the members of the Company's Board of Directors available to the Company's Corporate Secretary and/or through an automated information system) no later than five (5) business days before the date of the meeting or the date of the end of the acceptance of questionnaires in the case of absentee voting, except as provided for herein.

9.6. Simultaneously with the notice of the meeting and the notice of absentee voting, the materials (information) on the agenda items shall be sent to the members of the Company's Board of Directors, including:

~ draft decisions of the Company's Board of Directors on issues included in the agenda;

~ an explanatory note to the draft decisions of the Company's Board of Directors on the issues included in the agenda;

~ draft documents submitted for approval by the Company's Board of Directors;

~ minutes of meetings and minutes of the results of meetings and absentee voting for decision-making by the Company's bodies, decisions (recommendations) of the Committees of the Company's Board of Directors and other specially created bodies and commissions of the Company for preliminary consideration of issues (if any);

~ materials supporting the details stated in the draft decisions and explanatory notes;

~ other information materials on the issues included in the agenda.

Materials (information) on agenda items provided for in this clause shall be sent to the members of the Company's Board of Directors in the manner provided for in Clause 9.5 hereof.

9.7. The decisions (recommendations) of the Company's Board of Directors Committee shall be sent by the Company's Corporate Secretary to the members of the Company's Board of Directors no later than one (1) calendar day before the date of the meeting or the date of the deadline for accepting questionnaires in the case of absentee voting. If the decisions (recommendations) of the relevant Committee of the Company's

Board of Directors are not submitted (or are submitted in violation of the specified deadlines), the Company's Board of Directors shall have the right to make a decision on the matter without taking such decisions (recommendations) into account.

9.8. The Chairperson of the Company's Board of Directors shall have the right, in agreement with the initiator of the submission of an issue for consideration by the Company's Board of Directors, which, in accordance with the regulations on the Committee of the Company's Board of Directors, shall first be considered by the relevant Committee of the Company's Board of Directors, postpone consideration of the said issue by the Company's Board of Directors once if the Committee of the Company's Board of Directors has not submitted the necessary decisions (recommendations) and the Chairperson of the Committee of the Company's Board of Directors has sent a letter with a reasoned request for such postponement.

9.9. By decision of the Chairperson of the Company's Board of Directors, the period for sending notices to members of the Company's Board of Directors regarding the holding of a meeting or absentee voting and the provision of materials (information) may be shortened.

9.10. The method of decision-making by the Company's Board of Directors (meeting or absentee voting) is determined by the Chairperson of the Company's Board of Directors, taking into account the importance of the agenda items and the recommendations provided for in clause 168 of the Corporate Governance Code recommended by the Bank of Russia for application by joint stock companies whose shares are admitted to organized trading. Decisions on the most important issues shall be made by the Company's Board of Directors at its meetings. These issues may include the following:

9.10.1. determining the Company's priority areas of activity, including preliminary review and approval of the Company's development strategy, including amendments thereto, the Company's innovative development program (revised program), and review of reports on their implementation;

9.10.2. approval of the business plan (revised business plan) and review of the quarterly report on the implementation of the business plan (for the first quarter, first half, nine months, reporting year);

9.10.3. approval of the Company's investment program, including any changes thereto;

9.10.4. consideration of the report on fulfillment of the Company's investment program (for the first quarter, first half of the year, nine months, reporting year);

9.10.5. holding annual and extraordinary meetings of the Company's General Meeting of Shareholders or absentee voting for the adoption of decisions by the Company's General Meeting of Shareholders, consideration of requests for the holding of an extraordinary meeting or absentee voting for the adoption of decisions by the Company's General Meeting of Shareholders, as well as the adoption of other decisions necessary for their holding;

9.10.6. preliminary approval of the Company's annual report;

9.10.7. election of the Company's Board of Directors Chairperson and termination of their powers;

9.10.8. election of the Company's General Director, early termination of their powers, including taking the decision on early termination of the labor contract with them;

9.10.9. determination of the quantitative composition of the Company's Management Board, and election of the members of the Company's Management Board and early

termination of their powers, including making a decision on the early termination of the employment agreements with them;

9.10.10. approving the terms and conditions of the employment contract with the Company's General Director and members of the Company's Management Board, establishing the amounts of remuneration and compensation payable to the Company's General Director and members of the Company's Management Board;

9.10.11. decision-making on temporary termination of the powers of the managing organization (manager);

9.10.12. decision-making on the appointment of the Company's Acting General Director in the cases determined by separate decisions of the Company's Board of Directors, and also on making their disciplinary liable;

9.10.13. submitting for decision by the Company's General Meeting of Shareholders issues concerning the Company reorganization or the transfer of powers of the Company's sole executive body to a managing organization (manager) and the early termination of the powers of the managing organization (manager);

9.10.14. making decisions on consent to the conclusion or subsequent approval of major transactions, as well as approval of the opinions on such transactions in the cases provided for by Chapter X of the Federal Law "On joint stock companies";

9.10.14. making decisions on consent to the conclusion or subsequent approval of the interested party transactions in the cases provided for by Chapter XI of the Federal Law "On joint stock companies";

9.10.16. approval of the Company's registrar, terms of the agreement signed with it and its termination;

9.10.17. determining the position of the Company (the Company's representatives) on the following issues submitted for consideration by the boards of directors and general meetings of shareholders (participants) of subsidiaries and affiliates (hereinafter referred to as the "Subsidiaries and Affiliates"):

- reorganization, liquidation of Subsidiaries and Affiliates;
- making decisions on consent to perform or on subsequent approval of major transactions made by the Subsidiaries and Affiliates;

9.10.18. adoption of recommendations in relation to the voluntary or mandatory offer received by the Company;

9.10.19. filing applications for listing of the Company's shares and/or the Company's issue-grade securities convertible to the Company's shares;

9.10.20. review of the results of the assessment of the quality of the work of the Company's Board of Directors;

9.10.21. approval of the key performance indicators and functional key performance indicators of the Company's management, the procedure of their calculation, target values and reports on their achievement;

9.10.22. approval of the Company's internal documents defining the Company's policies in the area of risk management and internal control;

9.10.23. approval of the dividend policy of the Company.

10. Meeting procedure

10.1. The meeting is opened by the Chairperson of the Company's Board of Directors.

10.2. The Chairperson of the Company's Board of Directors or the Company's Corporate Secretary shall determine whether a quorum is present.

10.3. When the Company's Board of Directors makes decisions at a meeting, voting at the meeting is combined with absentee voting in accordance with the procedure set out in Clause 10.12 hereof, except in the cases provided for in the Second Paragraph of this Clause.

In order to ensure the confidentiality of information constituting state and other secrets protected by law, by decision of the Chairperson of the Company's Board of Directors, voting at a meeting may be carried out without combining it with absentee voting in accordance with the requirements of the legislation of the Russian Federation.

10.4. Participation in the meeting may be carried out remotely using electronic or other technical means, including video conferencing.

When conducting a meeting with remote participation, methods shall be used that allow for the reliable identification of the person participating remotely in the meeting and provide such person with the opportunity to participate in the discussion of agenda items and vote on agenda items put to a vote.

A meeting of the Company's Board of Directors with remote participation may be held with the possibility of attending at the venue or without specifying the venue.

10.5. The quorum for decision-making by the Company's Board of Directors shall be at least half of the number of elected members of the Company's Board of Directors. When determining the quorum for agenda items at a meeting where voting is combined with absentee voting, the questionnaires of members of the Company's Board of Directors who are absent from the meeting and received by the Company's Corporate Secretary within the time period specified in the notice of the meeting shall be taken into account.

10.6. At the opening of the meeting, the Chairperson of the Company's Board of Directors informs the members of the Company's Board of Directors about the presence of a quorum, any dissenting opinions on the agenda items, and announces the agenda.

10.7. In exceptional cases, issues not included in the agenda may be considered at the meeting if the members of the Company's Board of Directors participating in the meeting unanimously approve the consideration of such issues.

10.8. In the absence of a quorum (as recorded in the minutes of the Company's Board of Directors), the meeting shall be declared invalid. In this case, the Chairperson of the Company's Board of Directors shall make one of the following decisions:

1) by way of consultations with the attending members of the Company's Board of Directors — determines a new time for the session beginning postponement;

2) determines the date, time, and method of decision-making by the Company's Board of Directors (meeting or absentee voting), the agenda of the new meeting or absentee voting held in place of the failed one.

10.9. If, during a meeting where voting is combined with absentee voting, the number of members of the Company's Board of Directors participating in the meeting, including members of the Company's Board of Directors whose ballots are counted when determining the quorum in accordance with Clause 10.5 hereof, is less than half of the number of elected members of the Company's Board of Directors, the Chairperson of the Company's Board of Directors shall decide to postpone consideration of the items included in the agenda but not considered at the time of the decision to postpone.

10.10. A session of the Company's Board of Directors includes the following stages:

1) speech by a member of the Company's Board of Directors or an invitee delivering a report on the agenda issue;

2) discussion on the agenda issue;

3) proposals on formulation of a decision on the agenda issue;

4) voting on the agenda item;

- 5) counting votes and tabulating results;
- 6) announcement of the voting results and decision taken on the agenda issue

10.11. At a meeting of the Company's Board of Directors, information from the Company's Corporate Secretary regarding the implementation of previously adopted decisions of the Company's Board of Directors may be heard.

10.12. When combining voting at a meeting with absentee voting, the acceptance of ballot papers from members of the Company's Board of Directors who voted absentee shall be completed at the time specified in the notice of the meeting on the date of the meeting, unless an earlier date for the completion of the acceptance of ballot papers is specified in the notice.

10.12.1 The questionnaire, drawn up in accordance with Appendix 3 hereto, shall be sent to the members of the Company's Board of Directors as part of the materials for the meeting.

10.12.2. When filling out the questionnaire, a member of the Company's Board of Directors shall leave only one of the possible voting options (“for”, “against”, “abstained”) uncrossed.

A questionnaire completed in violation of the requirement set forth in this Sub-Clause shall be deemed invalid with respect to voting on the relevant issue and shall not be taken into account when tabulating the results (totals) of voting on it.

10.12.3. The completed questionnaire shall be signed by a member of the Company's Board of Directors with their own signature or using an electronic signature, indicating their surname, first name, and patronymic (if any).

A questionnaire that is not signed by a member of the Company's Board of Directors in accordance with the requirements of this subparagraph shall be deemed invalid and shall not be taken into account when determining the quorum and summarizing the results (totals) of the vote.

10.12.4. The completed and signed questionnaire shall be submitted by a member of the Company's Board of Directors within the time limit specified in the notice of the meeting to the Company's Corporate Secretary by electronic means, followed by submission of the original questionnaire to the address specified therein.

The members of the Company's Board of Directors may also vote via the automated information system.

A questionnaire received by the Company's Corporate Secretary after the deadline specified in the notice of the meeting shall not be taken into account when determining the quorum and summarizing the results (outcome) of the vote.

10.12.5. A member of the Company's Board of Directors has the right to submit a special opinion on issues submitted for consideration by the Company's Board of Directors, which shall be drawn up in writing, signed by the member of the Company's Board of Directors with their own signature or using an electronic signature indicating their surname, first name, and patronymic (if any), and submitted to the Company's Corporate Secretary together with a questionnaire completed in accordance with Sub-Clauses 10.12.2 and 10.12.3 of Clause 10.12 hereof.

If a dissenting opinion on a matter submitted for consideration by the Company's Board of Directors contains a position on voting on the proposed draft decision and a member of the Company's Board of Directors indicates his or her vote on the matter, such vote shall correspond to the vote of the member of the Company's Board of Directors in the submitted questionnaire.

If a member of the Company's Board of Directors proposes an alternative draft decision on the issue in a special opinion and indicates his or her position on voting on such draft decision, they shall also indicate their vote on the draft decision submitted for consideration by the Company's Board of Directors.

If a member of the Company's Board of Directors proposes an alternative draft decision on the issue in a special opinion and indicates their position on voting on such draft decision, they shall also indicate their vote on the draft decision submitted for consideration by the Company's Board of Directors.

10.12.6. The Company's Corporate Secretary shall bring to the attention of the Chairperson of the Company's Board of Directors all questionnaires received within the time limit specified in the notice of the meeting and taken into account in determining the quorum, as well as any dissenting opinions submitted in accordance with the procedure provided for in Sub-Clause 10.12.5 of Clause 10.12 hereof.

10.13. A dissenting opinion of a member of the Company's Board of Directors, submitted in accordance with the procedure established by Sub-Clause 10.12.5 of Clause 10.12 hereof, shall be attached to the minutes of the Company's Board of Directors.

10.14. The minutes of the Company's Board of Directors shall be drawn up in accordance with the procedure established by this Regulation, based on the results (outcome) of voting at the meeting and the questionnaires received from the members of the Company's Board of Directors in accordance with the procedure established hereby.

10.15. The Members of the Company's Auditing Commission, representatives of the Company's auditing organization, employees of the Company's executive body, and other persons may be invited to attend the meeting.

10.16. The list of persons invited to the meeting shall be determined by the Chairperson of the Company's Board of Directors.

11. Procedure for decision-making by the Company's Board of Directors through absentee voting

11.1. The Company's Board of Directors may decide on issues within their competence by way of absentee voting.

11.2. The questionnaire, drawn up in accordance with Appendix 3 hereto, shall be sent to the members of the Company's Board of Directors as part of the materials for absentee voting.

11.3. When determining the quorum for agenda items of the absentee voting, the questionnaires received by the Secretary of the Company's Corporate Secretary within the period specified in the notice of absentee voting shall be taken into account.

11.4. The rules established in Sub-Clauses 10.12.2-10.12.4 of Clause 10.12 hereof shall apply to the procedure for completing, signing and submitting the questionnaire, as well as to the procedure for its accounting when determining the quorum and summarizing the results (totals) of the vote.

11.5. A member of the Company's Board of Directors has the right to submit a special opinion on issues submitted for consideration by the Company's Board of Directors.

The procedure for preparing and signing a special opinion by a member of the Company's Board of Directors, as well as the procedure for submitting it to the Company's Corporate Secretary, is defined in Sub-Clause 10.12.5 of Clause 10.12 hereof.

11.6. Based on the questionnaires received from the members of the Company's Board of Directors, the Company's Corporate Secretary shall draw up the minutes of the Company's Board of Directors in accordance with the procedure established hereby.

12. Procedure for holding a meeting or absentee voting related to the formation of the Company's sole executive body

12.1. Holding of a meeting or absentee voting related to the formation of the Company's executive bodies (election, termination, suspension of powers) shall be carried out in accordance with the general rules established by this Regulation, taking into account the specific features defined in this Article.

12.2. The procedure set forth in this Article shall apply in the following cases:

- termination of the powers of the Company's General Director and election of a new Company's General Director (or Company's Acting General Director);
- election of the Company's General Director (if the Company's Board of Directors has previously decided to terminate the powers of the Company's General Director and to elect the Company's Acting General Director, and no new Company's General Director has been elected);
- termination of the powers of the managing organization (manager) and appointment of the Company's Acting General Director;

12.3. The holding of a meeting or absentee voting, the agenda of which includes the issues specified in Clause 12.2 hereof, consists of the following stages:

- notification of the members of the Company's Board of Directors about the holding of a meeting or absentee voting, indicating the right to nominate candidates for the position of the Company's General Director (or the Company's Acting General Director in the event that the issue of suspending the powers of the managing organization (manager) or the candidacy of the managing organization (manager) is raised), in the cases provided for in this Article;
- members of the Company's Board of Directors nominating candidacies for the position of the Company's General Director (Company's Acting General Director, managing organization (manager));
- decision taken on termination of the powers of the Company's General Director or suspension of the powers of the managing organization (manager);
- decision taken on election of the Company's General Director (or the Company's Acting General Director in case of the issue raised of suspension of the powers of the managing organization (manager));
- decision taken on election of the Company's Acting General Director in case of decision taken on termination of the powers of the Company's General Director, voting, however, having failed to result in taking decision on election of a new General Director;
- formulation of a proposal by the Company's Board of Directors regarding the candidate(s) for the management organization (manager) for adoption by the Company's General Meeting of Shareholders of a decision on the transfer of powers of the Company's sole executive body to the managing organization (manager).

12.4. In the event of a decision to suspend the powers of the Company's managing organization (manager) and appoint the Company's Acting General Director, the Company's Board of Directors shall decide to hold a meeting or conduct an absentee vote for the Company's General Meeting of Shareholders to decide on the early termination of the powers of the managing organization (manager).

12.5. In the case provided for in Clause 12.4 hereof, the Company's Board of Directors shall, simultaneously with the decision to suspend the powers of the managing organization (manager) and appoint the Company's Acting General Director, also consider the candidacy

(candidacies) of the managing organization (manager) to which the powers of the Company's sole executive body are proposed to be transferred, as well as make other decisions related to the suspension of the powers of the managing organization (manager) and the performance of the Company's Acting General Director of their functions until the meeting or absentee voting is held to adopt a decision by the Company's General Meeting of Shareholders on the relevant issue.

12.6. Notice of a meeting or absentee voting, the agenda of which contains the issues specified in Clause 12.2 hereof, shall be sent to the members of the Company's Board of Directors no later than three (3) calendar days before the date of the meeting or before the date of the deadline for accepting questionnaires in the case of absentee voting.

12.7. Unless otherwise determined by a decision of the Company's Board of Directors, each member of the Company's Board of Directors shall be entitled to nominate no more than one (1) candidate for the position of the Company's General Director (Acting Company's General Director).

A member of the Company's Board of Directors shall also have the right to nominate a candidate for the position of the Company's Acting General Director in the event that a decision is made to terminate the powers of the Company's General Director, but as a result of the vote, no decision is made to elect a new Company's General Director.

In this case, a member of the Company's Board of Directors has the right to nominate the same person for the position of the Company's General Director and for the position of the Company's Acting General Director.

12.8. If the agenda of a meeting or absentee voting includes the issue of suspending the powers of the managing organization (manager), a member of the Company's Board of Directors shall also have the right to nominate a candidate for the managing organization (manager) for the formation of a proposal by the Company's Board of Directors to the Company's General Meeting of Shareholders on the transfer of the powers of the Company's sole executive body to the managing organization (manager).

12.9. A proposal to nominate a candidate/candidacy (Clauses 12.7 and 12.8 hereof) shall be submitted in writing and signed by the member of the Company's Board of Directors nominating the candidate/candidacy.

12.10. A proposal to nominate a candidate for the position of the Company's General Director (Company's Acting General Director) shall contain the following information:

- surname, first name, patronymic (if applicable) of the proposed candidate;
- date and place birth;
- information on education, specialty and qualification;
- information on the availability of an academic degree;
- information on work experience over the past 5 years;
- quantity and categories (types) of the Company's shares held by the candidate;
- candidate's consent to be elected to the relevant position.

12.11. A proposal on nominating a management organization candidacy shall contain the following details:

- organization's full business name
- details of the date and place of state registration of the organization;
- details of the organization founders;
- details of the organization shareholders (participants);
- details of the organization affiliates.

12.12. A proposal on nominating a managing executive candidacy shall contain the details stipulated by Clause 12.10 hereof as well as details as to whether the candidate has

a certificate of state registration in the self-employed entrepreneur capacity.

12.13. Proposals for the nomination of candidates for the position of the Company's General Director (Company's Acting General Director, managing organization (manager)) shall be submitted to the Company in original form or by email no later than two (2) calendar days before the date of the meeting or before the deadline for accepting questionnaires in the case of absentee voting.

12.14. Candidacy nomination proposals submitted by members of the Company's Board of Directors are included in the voting list.

12.15. If, following the results of one or several instances of voting on the issue of election of the Company's General Director, neither candidacy has gained the necessary number of votes the Company's Board of Directors is entitled to appoint the Company's Acting General Director.

In this case, the vote is carried out on the candidacies for the position of the Company's Acting General Director nominated by members of the Company's Board of Directors in accordance with Clause 12.7. hereof.

If none of the members of the Company's Board of Directors has nominated a candidate for the position of the Company's Acting General Director in accordance with Clause 12.7 hereof, voting shall be conducted on the candidates who are eligible to be nominated by the members of the Company's Board of Directors during the meeting or by absentee voting.

12.16. Proposals for the nomination of candidates for the position of the Company's General Director (Company's Acting General Director) or the Company's managing organization (manager) and information about them received from members of the Company's Board of Directors shall be forwarded by the Company's Corporate Secretary to the relevant Committee of the Company's Board of Directors immediately upon receipt in a manner and by means ensuring their prompt receipt by the Committee of the Company's Board of Directors.

Decisions (recommendations) of the Company's Board of Directors Committee, if received by the Company's Board of Directors prior to the date of the meeting or prior to the deadline for submitting questionnaires in the case of absentee voting, shall be immediately forwarded by the Company's Corporate Secretary to the members of the Company's Board of Directors and shall also be provided to the members of the Company's Board of Directors directly during the meeting or absentee voting.

If the decisions (recommendations) of the relevant Committee are not submitted to the Company's Board of Directors, the Company's Board of Directors shall be entitled to make a decision on the matter without taking such decisions (recommendations) into account.

13. Minutes of the meeting or absentee voting

13.1. The holding of the meeting and the results of voting at the meeting, including voting combined with absentee voting, as well as the results of absentee voting shall be confirmed by the minutes of the Company's Board of Directors.

13.2. The minutes of the Company's Board of Directors shall be drawn up no later than three (3) calendar days after the date of the meeting or the date of the end of the acceptance of questionnaires in the case of absentee voting.

13.3. The minutes of the Company's Board of Directors meeting shall specify:

~ full business name of the Company;

~ date and time of the meeting, and if the vote at the meeting was combined with an absentee vote, also the date and time of the end of the acceptance of questionnaires from

members of the Company's Board of Directors who voted by absentee ballot, the venue of the meeting or information that the meeting with remote participation was held without specifying its venue, or in the case of absentee voting, the date and time of the end of the acceptance of questionnaires;

~ persons who participated in the meeting or absentee voting, as well as persons invited to the meeting in accordance with Clause 10.15 hereof;

~ speakers on the agenda items of the meeting;

~ agenda;

~ agenda items put to the vote and the results (outcome) of the vote on each agenda item, indicating the vote of each member of the Company's Board of Directors or information that they did not participate in the vote, decisions taken on each agenda item;

~ summaries of reports and speeches delivered by the persons participating in the session;

~ agenda items that were not put to a vote (if any);

~ information about the persons who signed the minutes of the Company's Board of Directors;

~ protocol instructions of the Chairperson of the Company's Board of Directors (if any).

13.4. The minutes of the Company's Board of Directors shall be signed by the Chairperson of the Company's Board of Directors (Chair) and the Company's Corporate Secretary, who shall be responsible for the accuracy of the minutes.

13.5. The following documents are attached to the minutes of the Company's Board of Directors meeting:

a) documents approved by the Company's Board of Directors when making decisions on agenda items;

b) special opinions of members of the Company's Board of Directors;

c) questionnaires.

The Company's Corporate Secretary shall approve all appendices to the minutes of the Company's Board of Directors (the Chairperson of the Company's Board of Directors shall approve the appendices to the minutes of the Company's Board of Directors if this is provided for by the format of the document).

13.6. Decisions made by the Company's Board of Directors shall be communicated by the Company's Corporate Secretary to the members of the Company's Board of Directors by sending a copy of the minutes of the Company's Board of Directors by email or automated information system no later than three (3) calendar days from the date of signing the minutes of the Company's Board of Directors.

13.7. The decisions of the Company's Board of Directors are communicated to those responsible for their implementation in the form of extracts from the minutes of the Company's Board of Directors for each issue separately.

13.8. Excerpts from the minutes of the Company's Board of Directors are drawn up and signed by the Company's Corporate Secretary.

13.9. The Company shall store the minutes of the Company's Board of Directors at the location of the Company's executive body.

13.10. The minutes of the Company's Board of Directors shall be available for review at the location of the Company's executive body to any member of the Board of Directors, member of the Auditing Commission, member of the Company's Management Board, the Company's General Director, the Company's audit organization, official representatives of

regulatory authorities, as well as the Company's shareholders(s) in accordance with the requirements of the Federal Law "On joint stock companies."

14. Conflict of interest of members of the Company's Board of Directors

14.1. The members of the Company's Board of Directors are required to refrain from actions that would lead or could potentially lead to a conflict between their interests and the interests of the Company, in particular, if the personal interests of a member of the Company's Board of Directors conflict or may conflict with the interests of the Company, or if a member of the Company's Board of Directors takes actions or has interests that prevent him or her from performing his or her duties in the Company objectively and effectively.

14.2. In the event of a conflict of interest (or the possibility of a conflict of interest), members of the Company's Board of Directors are required to promptly inform the Chairperson of the Company's Board of Directors, the Company's Board of Directors, and the Company's Corporate Secretary of both the existence of the conflict of interest and the reasons for its occurrence.

14.3. Information about conflicts of interest shall be provided by a member of the Company's Board of Directors by sending a corresponding notification to the Chairperson of the Company's Board of Directors and the Company's Corporate Secretary prior to the date of the meeting or the date of the deadline for submitting questionnaires in the case of absentee voting.

Within one (1) business day of receiving the notification referred to in this Clause, the Company's Corporate Secretary shall notify the members of the Company's Board of Directors thereof.

14.4. A member of the Company's Board of Directors shall not participate in voting on an issue in the event of a conflict of interest. They shall refrain from voting on matters in which they have had a conflict of interest.

15. Assessment of the quality of the work of the Company's Board of Directors

15.1. In order to improve efficiency, the Company's Board of Directors conducts an annual assessment of the quality of the Board's work by means of self-assessment or assessment with the involvement of an independent consultant (external assessment).

15.2. The results of self-assessment or external assessment of the quality of the work of the Company's Board of Directors shall be reviewed by the Company's Board of Directors at a meeting, unless the Chairperson of the Company's Board of Directors decides otherwise.

16. Final provisions

16.1 If, as a result of changes in the regulatory legal acts of the Russian Federation, certain provisions of this Regulation come into conflict with them, these provisions shall be deemed invalid and, until amendments are made to this Regulation, the Company shall be guided by the regulatory legal acts of the Russian Federation.

Appendix No. 1
to the Regulation on the Board of
Directors
of Rosseti North-West, PJSC

Rosseti North-West
Public Joint Stock Company

to the Member of the Board of Directors
of Rosseti North-West Public Joint Stock
Company

On holding a meeting
of the Board of Directors of the Company.

NOTIFICATION

Dear Members of the Board of Directors!

On ____ 202_ at ____ h. at the address: _____

a meeting of the Board of Directors of Rosseti North-West, PJSC¹ will be held.

The members of the Board of Directors of Rosseti North-West, PJSC may remotely participate in meetings of the Board of Directors of Rosseti North-West, PJSC using electronic or other technical means by means of _____²

The meeting of the Board of Directors of Rosseti North-West, PJSC is held without specifying the venue³.

Agenda meeting:

1. ...
2. ...

Please note that when the Company's Board of Directors makes decisions at a meeting, voting at the meeting is combined with absentee voting. Thus, a member of the Company's Board of Directors who is absent from the meeting has the right to participate in the voting by sending the original questionnaire to the Company's Corporate Secretary or by email to: _____ no later than _____⁴.
/date, time/

Questionnaires received by the Company after the specified deadline shall not be taken into account when determining the quorum for decision-making by the Company's Board of Directors and summarizing the results (totals) of voting.

Please send the original of the questionnaire to the address: _____⁵.

Chairperson
Board of Directors

_____-_____-_____

¹ The address is not specified if a decision is made to hold a meeting with remote participation without specifying the venue..

² This is indicated if a decision has been made to hold a meeting with remote participation.

³ This is indicated if a decision has been made to hold a meeting with remote participation without specifying the venue.

⁴ Not specified if the Chairperson of the Company's Board of Directors, pursuant to paragraph two of Clause 10.3 hereof, has decided that voting at the meeting is not compatible with absentee voting.

⁵ Not specified if the Chairperson of the Company's Board of Directors, pursuant to paragraph two of Clause 10.3 hereof, has decided that voting at the meeting is not compatible with absentee voting.

Appendix 2
to the Regulation on the Board of
Directors
of Rosseti North-West, PJSC

Rosseti North-West
Public Joint Stock Company

to the Member of the Board of Directors
of Rosseti North-West Public Joint Stock
Company

On conducting absentee voting
for decision-making
by the Company's Board of Directors

NOTIFICATION

Dear Members of the Board of Directors!

I hereby notify you that on ____ 202__, **an absentee vote will be held to adopt decisions by the Board of Directors of Rosseti North-West, PJSC.**

Agenda for absentee voting:

1. ...
2. ...
3. ...
4. ...

The completed and signed questionnaire should be sent in original form or by email to: _____ no later than _____.
/date, time/

Questionnaires received by the Company after the specified deadline shall not be taken into account when determining the quorum for decision-making by the Company's Board of Directors and summarizing the results (totals) of voting.
Please send the original of the questionnaire to the address: _____.

Chairperson
Board of Directors

_____. _____

**BOARD OF DIRECTORS
Rosseti North-West
Public Joint Stock Company**

**QUESTIONNAIRE
for absentee voting for decision-making by the Board of Directors
of Rosseti of North-West, PJSC conducted on __.__.20__**

Item:

1. _____

Decision:

1. _____

FOR

AGAINST

ABSTAINED

(leave your variant uncrossed)

Item:

2. _____

Decision:

2. _____

FOR

AGAINST

ABSTAINED

(leave your variant uncrossed)

The completed and signed questionnaire should be sent in original form or by email to: _____
no later than _____.
/date, time/

Questionnaires received by the Company after the specified deadline shall not be taken into account when determining the quorum for decision-making by the Company's Board of Directors and summarizing the results (totals) of voting.

Please send the original of the questionnaire to the address: _____
_____.

Member of the Board of Directors _____ / _____
(signature) (Full name)

**The QUESTIONNAIRE IS INVALID UNLESS SIGNED BY MEMBER OF THE BOARD OF
DIRECTORS**