

Compliance with the principles of the Corporate Governance Code*

Aspects	Principles, recommended by the Code	Principles complied with in full	Principles complied with in part	Principles that are not complied with by the Company
Rights of stockholders and equal treatment of stockholders in the exercising of their rights	13	12	0	1
Board of Directors	36	23	11	2
Corporate Secretary	2	2	0	0
Remuneration system	10	8	2	0
Risk Management and Internal Control System	6	6	0	0
Information disclosure, information policy	7	6	1	0
Significant and important corporate actions and events	5	2	2	0
Total	79	59	16	3

* The statistical data is an aggregate from the report regarding Company's compliance with principles and recommendations of the Corporate Governance Code

Examine the Appendix for more details on the Company's compliance with the principles and recommendations of the Corporate Governance Code.

GENERAL MEETING OF STOCKHOLDERS

General Meeting of Stockholders is the supreme governing body of PAO Rosseti Ural. The exhaustive list of the General Meeting's purview is described in the Federal Joint-Stock Companies' Law and Company's Charter⁵¹. Aspects comprising the General Meeting's purview cannot be delegated to the Board of Directors, Executive Board and General Director of the Company. The General Meeting is not entitled to examine and decide on aspects that are not affirmed as its competence by the Federal Joint-Stock Companies' Law. The Federal Joint-Stock Companies' Law, Bank of Russia's Regulations on General Meetings of Stockholders, the Charter and Regulations on the General Meeting of Stockholders stipulate preparation and conduct of the general meetings of stockholders of PAO Rosseti Ural.

Guided by recommendations of the Corporate Governance Code, the Company strives to provide its stockholders with a large variety of

materials during arrangement of the general meeting to enhance feasibility of their decisions, including but not limited to the position of the Board of Directors with regard to the meeting agenda, charts and tables for comparison of the current versions and to-be-introduced revisions of the Company's bylaws. All materials are posted on the Company's official web-site and Interfax newswire web-page (agency accredited by the Bank of Russia for disclosures on securities and other financial instruments).

The Regulations on the General Meeting of Stockholders stipulate, in an easy-to-understand manner, the mechanics of the meeting, with stockholders permitted to discuss the agenda items and address relevant questions. Votes regarding agenda items of the General Meeting are tallied by the counting board. Its functions are performed by the independent registrar of the Company.



ANNUAL GENERAL MEETING OF SHAREHOLDERS

Meeting date: 31.05.2024

Form: Letter ballot

Quorum: 87.2718%

Outcomes of the AGM in 2024

Agenda item	Distribution of votes	Voting results
Adoption of the Company's FY2023 annual report, FY2023 annual financial statements	In favor – 99.9993% Against – 0.0001% Abstention – 0.0002%	To adopt the Company's FY2023 annual report and annual financial statements, as stated by Appendices No.1-2 posted on the official website: https://www.rosseti-ural.ru/company/controls/gsm/ Based on the voting results, the resolution on the agenda item is PASSED
Approval of FY2023 profit allocation, incl. dividend payout	In favor – 99.9990% Against – 0.0001% Abstention – 0.0000%	To approve the following FY2023 profit allocation, RUB thousand: Unallocated profit (loss) of the reported period: 12,864,396 To distribute to: Reserve fund: 0; Dividends: 4,757,093; Recovery of the losses of previous periods: 0; Enterprise development: 8,107,303 2. To pay RUB 0.05441 as dividends per one common share of the Company as of FY2023 in monetary form 3. Payment deadlines for nominal holders and trustees, being professional participants of securities market - maximum 10 business days, for other registered stockholders - maximum 25 business days after the record date 4. To set 14 June 2024 as the record date Based on the voting results, the resolution on the agenda item is PASSED
3M 2024 dividend payout, incl. dividend size, payout terms and form as well as record date	In favor – 99.9997% Against – 0.0001% Abstention – 0.0001%	1. To pay RUB 0.03836 as dividends per one common share of the Company as of 3M2024 in monetary form 2. Payment deadlines for nominal holders and trustees, being professional participants of securities market - maximum 10 business days, for other registered stockholders - maximum 25 business days after the record date 3. To set 14 June 2024 as the record date Based on the voting results, the resolution on the agenda item is PASSED
Election of the Company's Board of Directors	Cumulative voting	To elect the following persons to serve on the Board of Directors: 1. Roman Avgustovich Dmitrik 2. Natalia Aleksandrovna Ozhe 3. Vitaly Vladimirovich Anikin 4. Mikhail Aleksandrovich Bychko 5. Marina Aleksandrovna Lavrova 6. Daniil Vladimirovich Krainsky 7. Aleksandr Mikhailovich Pyatigor 8. Artem Gennadyevich Aleshin 9. Maria Gennadyevna Tikhonova 10. Elena Viktorovna Andreeva 11. Aleksandr Viktorovich Shevchuk Based on the voting results, the resolution on the agenda item is PASSED
Election of the Company's Board of Internal Auditors	Polling	To elect the following persons to serve on the Board of Internal Auditors: 1. Svetlana Mikhailovna Trishina 2. Anton Sergeevich Ulyanov 3. Viktor Vladimirovich Tsarkov 4. Lyudmila Stanislavovna Skrynnikova 5. Gayane Robertovna Andriasova Based on the voting results, the resolution on the agenda item is PASSED
Approval of the Company's auditor	In favor – 99.9960% Against – 0.0002% Abstention – 0.0032%	To appoint the alliance of auditors (joint tenderer), comprised of OOO CATR – auditor services (lead joint tenderer) and OOO Interkom-audit (member of joint tenderer) as the Company's auditor. Based on the voting results, the resolution on the agenda item is PASSED
Adoption of the Amended and Restated Charter	In favor – 70.9626% Against – 29.0330% Abstention – 0.0038%	To adopt the Amended and Restated Charter, as stated in the Appendix disclosed at: https://www.rosseti-ural.ru/company/controls/gsm/ Based on the voting results, the resolution on the agenda item is NOT PASSED

The minutes of the 2023 AGM and AGM results report were disclosed on the official website at: <https://rosseti-ural.ru/company/controls/gsm/>

ANALYSIS OF THE AGM VOTING

The quorum of the 2023 AGM totaled 87.2718%, showing a considerable interest of shareholders. Shareholders supported the proposed resolution drafts on agenda items No. 1, 2, 3, 6. As for agenda item No.7, the resolution was not passed since the proposed resolution draft was not supported by a sufficient number of stockholders (3/4 majority).



BOARD OF DIRECTORS' PROGRESS REPORT

The Board of Directors handles overall management of the Company's operations and is a vital element of the corporate governance system of PAO Rosseti Ural.

Functionality	General strategic management of the Company, enforcement of equal guarantees of interests of shareholders and investors
Direct reporting line	Reports to the General Meeting of Stockholders
Election Procedure	The Board of Directors is elected by the General Meeting of Stockholders among candidates nominated by the shareholders owning 2%+ voting shares of the Company. The Board of Directors may also nominate candidates at own discretion. The Chair is elected by the majority of votes of the Board of Directors.
Tenure	Till the next Annual General Meeting of Stockholders.
Composition	Elected Board of Directors have the following statuses: · Executive director (serving simultaneously on the executive bodies of the Company) · Independent director (compliant with independence criteria) · Non-executive director (other directors)

Its competence is defined in the Charter⁵² and is clearly demarcated from the purview of executive bodies that manage Company's day-to-day operations. The Board of Directors' expertise comprises issues stipulated by the Federal Joint-Stock Companies' Law as well as a wide range of additional issues in the spheres of finance and investments, business planning, procurements, management of affiliates in terms of core operational issues; internal control, risk management and internal audit.

OUTCOMES OF THE BOARD OF DIRECTORS' ACTIVITIES IN 2024

In 2024, The Board of Directors has conducted 40 meetings (38 in-absentia and 2 in-presentia meetings).

The Board of Directors has scrutinized 160 agenda items during its meetings

Year	Board of Directors meetings conducted			Agenda items examined
	Total	In-absentia	Mixed (in-presentia/in-absentia)	
2024	40	38	2	160
2023	46	46	0	183
2022	43	40	3	204

Topics of the Board of Directors' meetings during 2024

Topic	2022	2023	2024
Corporate Governance	98	77	59
Budgeting and Finance	0	2	2
Strategic and Investment Planning	16	8	17
Revision of bylaws	12	25	9
Control and Reporting	50	45	38
Other aspects	28	26	35
Total	204	183	160