

The Regulations stipulate the following functions of the Corporate Secretary:

- Facilitation of Company's cooperation with regulators, trading institutions, registrar, other professional participants of the securities market
- Involvement into arrangement and conduct of Company's general meetings of stockholders
- Involvement into promotion of the Company's information disclosure policy and oversight of custody of Company's corporate documents
- Involvement into improvement of Company's corporate governance system and practices
- Administration of day-to-day performance of the Board of Directors
- Facilitation of Company's relationships with stockholders, prevention of corporate conflicts, implementation of procedures enforcing rights and interests of stockholders, set forth by the Russian laws and Company's bylaws, oversight of the progress

The Corporate Secretary of PAO Rosseti Ural is Sergey Anatolyevich Gusak.

Background information: Born in 1977. Educational background: Urals State Law Academy (graduate degree). Head of Corporate Governance and Stockholder Relations Department at PAO Rosseti Ural since 2008. Share in the charter capital of the Company and its SACs / common stock owned: none. Family ties with members of executive and/or oversight bodies: none. Managerial positions for the past 5 years: member of the Executive Board of NChOU DPO Educational Center of IDGC of Urals.

## EXECUTIVE BODIES

The Company's current operations are managed by the sole executive body (General Director) and collegiate executive body (CEB) or Executive Board. The EB operates under the charter and bylaw, adopted by the General Meeting (Regulations on the Executive Board). The Regulations stipulate the terms and procedure for the convention and conduct of meetings as well as mechanics of decision taking. The Executive Board manages current operations of the Company and reports to the Board of Directors and General Meeting. The Board is a group of competent specialists with outstanding expertise in relevant spheres, able to fulfill their duties in a due manner to manage the Company. The Company's General Director is the Chair of the Executive Board in line with the Federal Joint-Stock Companies' Law<sup>65</sup> and the Company's Charter<sup>66</sup>.

The purview of the General Director covers all issues of the day-to-day operations of the Company, minus issues referred to the competence of the Executive Board.

### GENERAL DIRECTOR

From 09 June 2022 to 11 September 2024 the Company was headed by Aleksandr Mikhailovich Pyatigor. Pursuant to the Board of Directors resolution<sup>67</sup>, authorities of A.M. Pyatigor as the General Director were terminated due to a transfer to another position, First Deputy General Director – Chief Operating Officer V.A. Ryabushev was appointed as the Acting General Director from 12.09.2024. Pursuant to the Board of Directors resolution<sup>68</sup>, authorities of V.A. Ryabushev as the Acting General Director were terminated on 21.11.2024, Dmitry Aleksandrovich Vodennikov was appointed as the General Director since 22.11.2024.



#### **Dmitry Aleksandrovich Vodennikov**

General Director, Chair of the Executive Board (since 22.11.2024)

Year of birth: 1974.

Educational background: Kurgan State University (Automation of Technological Processes and Manufacturing, 1996), FGAOU "People's Friendship University of Russia" (Jurisprudence, 2021)

Employment for the past 5 years and service on governing and oversight bodies of other organizations::

Period from	to	Company	Position
2020	2024	PAO Rosseti Moscow Region's branch – Moscow Cable Networks	Branch Director
2017	2020	PAO FSK UES	Executive Board Deputy Chair – Chief Operating Engineer, Executive Board member

Interest in the charter capital/Common stock owned (as of 31.12.2024): none.

Security transaction statements filed with the Company in 2024: none.

Borrowings from the Company: none

## EXECUTIVE BOARD

The Charter envisages that the membership of the Executive Board is approved by the Board of Directors. As of 31.12.2024, the Executive Board consisted of 6 members\*:



### **Dmitry Aleksandrovich Vodennikov**

General Director, Chair of the Executive Board (since 22.11.2024)

Year of birth: 1974.

Educational background: Kurgan State University (Automation of Technological Processes and Manufacturing, 1996), FGAOU "People's Friendship University of Russia" (Jurisprudence, 2021)

Employment for the past 5 years and service on governing and oversight bodies of other organizations::

Period from	to	Company	Position
2020	2024	PAO Rosseti Moscow Region's branch – Moscow Cable Networks	Branch Director
2017	2020	PAO FSK UES	Executive Board Deputy Chair – Chief Operating Engineer, Executive Board member

Interest in the charter capital/Common stock owned (as of 31.12.2024): none.

Security transaction statements filed with the Company in 2024: none.

Borrowings from the Company: none



### **Vladimir Aleksandrovich Ryabushev**

First Deputy General Director – Chief Operating Officer, Deputy Chair of the Executive Board

Executive Board member since: 2021

Year of birth: 1977.

Educational background: Rudnenskiy Industrial Institute (Industrial Electricity Supply, 2000), SUSU (Retraining: Project Management of Business Development, 2019; master thesis on Management, 2021)

Employment for the past 5 years and service on governing and oversight bodies of other organizations:

Period from	to	Company	Position
2021	Present day	NChOU DPO Educational Center of IDGC of Urals	Executive Board Chair
2022	Present day	AO EESK	Board of Directors member

Interest in the charter capital/Common stock owned (as of 31.12.2024): none.

Security transaction statements filed with the Company in 2024: none.

Borrowings from the Company: none.

Interest in the charter capital of other companies: none

Information on the conflict of interest (incl. service on the governing bodies of other Company's firms): none

\* The directors consented the disclosure of personal data in the report in a manner, consistent with laws of the Russian Federation



### **Kirill Evgenyevich Deryagin**

Deputy General Director for Legal Affairs and Corporate Governance, Executive Board member

Executive Board member since: 2022

Year of birth: 1979.

Educational background: Rostov State University (Jurisprudence, 2001)

Employment for the past 5 years and service on governing and oversight bodies of other organizations:

Period from	to	Company	Position
2022	2024	AO EES	Board of Directors member
2020	2022	PAO Rosseti	First Deputy Head of Legal Affairs Department (as a second job)
2017	2022	PAO FSK UES	First Deputy Head of Legal Affairs Department

Interest in the charter capital/Common stock owned (as of 31.12.2024): none.

Security transaction statements filed with the Company in 2024: none.

Borrowings from the Company: none.

Interest in the charter capital of other companies: none

Information on the conflict of interest (incl. service on the governing bodies of other Company's firms): none



### **Dmitry Dmitrievich Mikheev**

Deputy General Director for Sales, Executive Board member

Executive Board member since: 2023

Year of birth: 1983.

Educational background: Altay State Technical University named after I.I. Polzunov (Electricity Supply of Industrial Enterprises, 2005), Altay Academy of Economics and Law (Institute) (Management, 2008)

Employment for the past 5 years and service on governing and oversight bodies of other organizations:

Period from	to	Company	Position
2019	2023	PAO Rosseti	Head of Sales Department
2020	2022	PAO FSK UES	Head of Sales Department
2012	2019	Ministry of Energy	Deputy Head of Department – Head of Perspective Development of Power Sector Section

Interest in the charter capital/Common stock owned (as of 31.12.2024): none.

Security transaction statements filed with the Company in 2024: none.

Borrowings from the Company: none.

Interest in the charter capital of other companies: none

Information on the conflict of interest (incl. service on the governing bodies of other Company's firms): none



### **Vladimir Andreyevich Skladchikov**

Deputy General Director for Technological Connection and Development of Additional Services, Executive Board member

Executive Board member since: 2023

Year of birth: 1986.

Educational background: Russian Academy of Economics named after G.V. Plekhanov (Banking and Finance, 2008)

Employment for the past 5 years and service on governing and oversight bodies of other organizations:

Period from	to	Company	Position
2021	2022	PAO Rosseti Moscow Region	Connection-related Construction Department Director
2023	2024	AO EES	Board of Directors member
2021	2021	AO MOESK Engineering	Deputy Director of Development Department
2019	2020	PAO Rosseti Kuban	Deputy General Director for Development and Technological Connection
2017	2019	PAO MOESK	Head of SC Relations Directorate

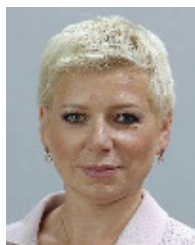
Interest in the charter capital/Common stock owned (as of 31.12.2024): none.

Security transaction statements filed with the Company in 2024: none.

Borrowings from the Company: none.

Interest in the charter capital of other companies: none

Information on the conflict of interest (incl. service on the governing bodies of other Company's firms): none



### Olga Vyacheslavovna Ocheredko

Deputy General Director for Economics and Finance, Executive Board member

Executive Board member since: 2023

Year of birth: 1972.

Educational background: Kuban State University (Economic and Social Planning, 1994)

Employment for the past 5 years and service on governing and oversight bodies of other organizations:

Period from	to	Company	Position
2008	2022	PAO Rosseti Kuban	Head of Financial Section, Deputy Head of Financial Directorate, Head of Finance and Treasury Department, Deputy General Director for Economics and Finance
2023	Present day	AO EESK	Board of Directors member
2023	2024	AO EES	Board of Directors member

Interest in the charter capital/Common stock owned (as of 31.12.2024): none.

Security transaction statements filed with the Company in 2024: none.

Borrowings from the Company: none.

Interest in the charter capital of other companies: none

Information on the conflict of interest (incl. service on the governing bodies of other Company's firms): none

The Executive Board examines items during its meetings in a scheduled manner, factoring in resolutions of the General Meeting of Stockholders and Board of Directors as well as items proposed by the General Director and Executive Board members. The Board focused on specification of current plans and decisions to secure target achievement. The Executive Board also worked strenuously on materials and items to be approved by the Board of Directors, going deep into the issues to ensure high quality of the decisions.

Year	Executive Board meetings conducted			Agenda items examined
	Total	In-absentia	In-presentia	
2024	27	23	4	132
2023	38	31	7	232
2022	39	37	2	287

During the reported period the Executive Board conducted

**27 meetings**

23 in-absentia meetings, 4 in-presentia meetings

**Agenda items examined: 132**

Topics	2022	2023	2024
Internal control and audit, risk management	12	20	14
Items related to operations by affiliates	52	31	20
Control and reporting	96	56	33
Transactions	16	39	29
Other aspects	72	55	16
Strategy	39	31	20

### The most important agenda items reviewed by the Executive Board during the reported period

Topics	Agenda items examined in 2024
Internal control and audit, risk management	Adoption of 2024 and 2025 risk register, 2024 risk management activities, revised Internal Audit Department action plan for 2024.
Strategy	Approval of the roadmap on the implementation of the single QoS standards, FY2025 business plan, incl. investment program, and 2026-2029 forecast.
Control and reporting	Examination of progress reports with regard to the implementation of digital transformation programs, smart metering, business plan completion reports, covering investment program

## REMUNERATION AND COMPENSATION POLICY

### BOARD OF DIRECTORS

The Annual General Meeting of Stockholders, conducted on 23.05.2019, adopted Amended and Restated Regulations of Remunerations and Compensations due to the Board of Directors\*. In compliance with the Regulations, remunerations comprise a lump sum quarterly payment for participation in the Board activities.

Quarterly service remunerations due to each Board of Directors member are calculated, factoring in the total number of Board of Directors meetings conducted during the reported quarter and number of meetings attended by a Board of Directors member. Basic annual remunerations (Rbase) are determined according to the revenues of the Company, calculated under RAS, for the last completed report year preceding election of the Board of Directors. The following increments are added to the remunerations: 30% for the Board Chair, 20% for the Chair of a Board Committee, 10% for a membership in a Board Committee. If a Committee conducts no meetings during the reported quarter, no increments for the Board of Directors Committee Chairmanship and membership are paid. The overall quarterly remunerations and increments due to each Board of Directors member do not exceed 1/4 of Rbase. Remunerations are not paid, if a Board of Directors member fails to attend more than 50% of the meetings conducted during the reported quarter. Remunerations are paid within 30 (Thirty) calendar days after the end of the reported quarter. Remunerations are charged and paid to the Board of Directors Chairman and members, subject to legal restrictions or prohibition of any allowances from businesses. Remunerations are paid from the income obtained from non-regulated services.

\* Visit the official web-site of the Company to read the Regulations (Section Incorporating Documents and Bylaws (Main/About us/ Incorporating Documents and Bylaws)