

# APPENDIX NO. 3

## INFORMATION ON NON-CORE ASSETS OF ROSSETI KUBAN, PJSC

## PARTICIPATION OF ROSSETI KUBAN, PJSC IN COMMERCIAL AND NON- COMMERCIAL ORGANISATIONS

### TABLE OF CONTENTS

Non-Core Asset Register of the Company .....	230
Participation of Rosseti Kuban in Commercial Organisations .....	231
Data on activities of Energetik Health Resort, JSC in the reporting year .....	232
Data on activities of Energoservice Kuban, JSC in the reporting year .....	233
Participation of Rosseti Kuban in Non-commercial Organisations .....	234

## NON-CORE ASSET REGISTER OF THE COMPANY

Pursuant to the Presidential Decree No. 596 dated 7 May 2012, the Russian Government Directives No. 4863p-P13 dated 7 July 2016, and Russian Government Directive No. 894-r dated 10 May 2017, a new version of the Non-Core Asset Disposal Programme for Rosseti Kuban, PJSC (hereinafter – the Programme) was approved by the Board of Directors on 27 December 2021 (Minutes No. 460/2021 dated 28 December 2021).

The Programme specifies basic approaches, principles and procedures of non-core asset identification and sale, sets up criteria for attributing assets to non-core ones, the procedure of the Non-Core Asset Register keeping, approaches to non-core asset evaluation, main provisions on non-core asset disposition, as well as the procedure of reporting on implementing the Non-Core Asset Register.

By the decision of the Company's Board of Directors dated 27 March 2023 (Minutes No. 514/2023 dated 28 March 2023), the actual Register of non-core assets formed in accordance with the requirements of the Programme was approved.

In 2022, two non-core assets are sold.

Sl.No.	Asset	Asset number	The accounting line where the asset was recorded at the balance sheet date prior to the disposal of the asset	Ledgers (analytics included) containing income and expenditure from asset disposal (91.1. 91.2)	Carrying amount of an asset, RUB '000	Effective realisable value, RUB '000	Deviation of effective realisable value from carrying amount, RUB '000	Reasons for the deviation of effective realisable value from carrying amount of an asset
1	Office building, lit. A, with toilet facilities	297, 299	1152	91.02.1	1,566.00	1,689.295	123.295	The agreement was concluded with the only bidder at the starting price of the failed auction
2	Transformer substation building, lit.I	523	1152	91.02.1	1,235.57	2,068.805	833.235	The agreement was concluded with the only bidder at the starting price of the failed auction
<b>Total</b>					<b>2,801.57</b>	<b>3,758.1</b>	<b>956.53</b>	

## PARTICIPATION OF ROSSETI KUBAN IN COMMERCIAL ORGANISATIONS

As of 31 December 2022, Rosseti Kuban owned stakes in four joint stock companies, including two subsidiaries.

### INFORMATION ON PARTICIPATION IN SUBSIDIARIES, AFFILIATES AND OTHER BUSINESS ENTITIES (COMMERCIAL ORGANISATIONS) IN 2022

Abbreviated Brand Name of the Company	Region of operations	Core type of operations	Purpose of participation	Rosseti Kuban's share in the authorised capital of the Company as at 31 December 2022 (%)	Financial indicators for 2022		Dividends received in the reporting year on shares held by the Company
					Revenue RUB '000	Net profit RUB '000	
1	2	3	4	5	6	7	8
<b>Core companies</b>							
Energoservice Kuban, JSC	Krasnodar Territory	Design, installation and commissioning of metering units for electricity, gas and process equipment, hot and cold water supply	Ownership of shares	100	2,035,829	7,886	0
<b>Non-core companies</b>							
Energetik Health Resort, JSC	Krasnodar Territory	Organisation of recreation and health improvement for children and adults, primarily employees of Rosseti Kuban, PJSC and their families; organisation and holding of seminars and conferences	Ownership of shares	100	91,458	2,220	0
Turbogaz, CJSC	Krasnodar Territory	Development of energy saving technologies; manufacturing, operation, maintenance and repair of power plants; production and sale of electricity	Ownership of shares	4	0	0	0
RITEK-SOYUZ, JSC (The legal entity is declared insolvent (bankrupt) and insolvency proceedings have been instituted)	Krasnodar Territory	Organisation, implementation and support of research and development, engineering, construction and installation and commissioning works; monitoring and controlling	Ownership of shares	1	0	0	0

Blocks of shares of the above joint stock companies are included in the non-core asset register.

The disposal method for blocks of shares is "retention of interest". The method of disposal is established prior to making a separate systemic decision regarding these assets.

The size of the stake in the voting shares of Turbogaz, CJSC and RITEK-SOYUZ, CJSC

owned by the Company does not allow it to independently make decisions on the functioning of these commercial organisations, including determining the composition of their management and control bodies.

Interaction of Rosseti Kuban, PJSC with subsidiaries is based on the requirements of the legislation of the Russian Federation, articles of association and internal documents of the Company and its subsidiaries, including

the procedure for interaction of the Company with business entities, shares (interests) in which the Company holds, approved by the Board of Directors of the Company (Minutes No. 69/2009 dated 27 March 2009).

**The main objectives of the Company's interaction with subsidiaries:**

- Stable financial development and profitability of subsidiaries
- Protection of the rights and interests of shareholders of the Company and subsidiaries
- Higher investment attractiveness of the Company and subsidiaries by providing the investment community with complete, timely, reliable information about the activities of subsidiaries, as well as the balance and predictability of corporate policy in general
- Development and implementation of a coordinated and effective investment policy of subsidiaries

**Subsidiaries are managed and controlled by the Company through the following corporate governance mechanisms:**

- In accordance with the Articles of Association of Rosseti Kuban, PJSC, the functions of general meetings of shareholders of 100% subsidiaries are performed by the Management Board of the Company
- Overall management of subsidiaries is carried out by their Boards of Directors, the majority of whose members are representatives of Rosseti Kuban, PJSC
- Position of Rosseti Kuban, PJSC on the main issues of the agenda of General Meetings of Shareholders and meetings of the Boards of Directors of subsidiaries is determined by the Board of Directors of the Company

- Financial and economic activities of subsidiaries are regularly controlled by their Auditing Commissions, consisting of representatives of Rosseti Kuban

The operational management of each subsidiary is within the remit of the sole executive body – the Director General. The Articles of Association of subsidiaries do not include language allowing for collective executive bodies (Management Boards).

[Detailed information on S&A of Rosseti Kuban, PJSC is published on the Company's website in the About the Company / Subsidiary Companies section.](#)

**DATA ON ACTIVITIES OF ENERGETIK HEALTH RESORT, JSC IN THE REPORTING YEAR****DYNAMICS OF FINANCIAL AND ECONOMIC INDICATORS OF ENERGETIK, JSC FOR 2020–2022**

Sl.No.	Name	2022	2021 <sup>1</sup>	2020
1	Revenue, RUB '000	91,458	88,411	41,013
2	Gross profit, RUB '000	4,069	–651	–7,924
3	Net profit (retained profit / uncovered loss), RUB '000	2,220	2,968	–6,771
4	Return on equity (ROE) <sup>2</sup> , %	5.84	9.18	–21.70
5	Return on total assets (ROTA) for profit before tax <sup>3</sup> , %	6.3	6.6	–24.1
6	Net profitability index, %	2.4	3.4	–16.5
7	Product (sales) profitability, %	4.4	–0.7	–19.3
8	Amount of uncovered loss as of the reporting date, RUB '000	–	–	7,368
9	Ratio of uncovered loss as at the reporting date and balance sheet currency, %	–	–	21.5

**Information on material transactions made by Energetik Health Resort, JSC in 2022**

In 2022, Energetik Health Resort, JSC did not conclude any transactions outside the ordinary course of business that would be recognised as major transactions under the applicable laws of the Russian Federation.

Energetik, JSC did not enter into any transactions recognised as related-party transactions in accordance with the applicable laws of the Russian Federation, which require approval by the Company's management bodies.

According to clause 2.11, article 2 of the Articles of Association of Energetik, JSC, the provisions of chapter XI of the Federal Law on joint stock

companies shall not apply to transactions profitable for this company and concluded with legal entities directly or indirectly controlled by Rosseti, PJSC.

No sale and purchase agreements for shares, participatory interest, shares in economic partnerships and companies were concluded by Energetik, JSC in the reporting year.

In the reporting year, a transaction for the sale and purchase of property of Energetik, JSC was concluded, preliminarily approved by the decision of the Board of Directors of Energetik, JSC (Minutes No. 118/2022 dated 23 March 2022), on the following material terms and conditions:

- Parties to the transaction:
- Energetik Health Resort, JSC (Seller)
  - Individuals (Buyers)

Subject of the transaction:  
Purchase and sale of a non-residential building with extensions (clubhouse) with a total area of 598.1 m<sup>2</sup>.

The price of the property to be alienated and the procedure for paying for it: RUB 830.4 thousand, including VAT. The funds in this amount shall be transferred by the Buyers to the Seller's current account in a lump sum within three working days after the documents for the state registration of the transfer of ownership rights to the Buyers are submitted.

The procedure for the transfer of property:  
The Seller undertakes to vacate and hand over the property to the Buyers on the day the sale and purchase agreement is signed. Ownership of the property is transferred in accordance with the procedure established by the legislation of the Russian Federation.

No legal entities controlled by Energetik Health Resort, JSC, which are material for the activities of Energetik Health Resort, JSC, were established in 2022.

**DATA ON ACTIVITIES OF ENERGOSERVICE KUBAN, JSC IN THE REPORTING YEAR****DYNAMICS OF FINANCIAL AND ECONOMIC INDICATORS OF ENERGOSERVICE KUBAN, JSC FOR 2020–2022**

Sl.No.	Name	2022	2021 <sup>4</sup>	2020
1	Revenue, RUB '000	2,035,829	1,738,640	993,507
2	Gross profit, RUB '000	143,960	145,853	155,021
3	Net profit (retained profit / uncovered loss), RUB '000	7,886	877	79,578
4	Return on equity (ROE) <sup>5</sup> , %	10.9	1.1	145.4
5	Return on total assets (ROTA) for profit before tax <sup>6</sup> , %	1.1	1.5	44.9
6	Net profitability index, %	0.4	0.1	8.0
7	Product (sales) profitability, %	1.7	3.0	10.3
8	Amount of uncovered loss as of the reporting date, RUB '000	–	–	–
9	Ratio of uncovered loss as at the reporting date and balance sheet currency, %	–	–	–

**Information on material transactions made by Energoservice Kuban, JSC in 2022**

In 2022, Energoservice Kuban, JSC entered into one (1) interrelated major transaction – bank guarantee agreement with Sberbank, PJSC, approved by resolution of the Management Board of Rosseti Kuban, PJSC acting as the General Meeting of Shareholders of Energoservice Kuban, JSC (Minutes No. 32/2022 dated 29 September 2022) on the following material terms and conditions.

- Parties to the Agreement:
- Energoservice Kuban, JSC — the Principal
  - Sberbank, PJSC — the Guarantor

Subject of the Agreement:  
The Guarantor undertakes to provide an agreement/contract performance guarantee; advance payment guarantee; tender guarantee; quality guarantee, including in accordance with the requirements of Federal Law No. 44-FZ dated 5 April 2013 "On Contractual System in Procurement of Goods, Works, Services for State and Municipal Needs", in accordance with the requirements of Federal Law No. 223-FZ

dated 18 July 2011 "On Procurement of Goods, Works, Services by Certain Types of Legal Entities".

During the term of the Agreement, the total amount of the simultaneously valid Guarantees (hereinafter – the Limit) may not exceed RUB 30,000,000 (thirty million roubles).

The validity of the Limit is from the date of the Agreement until 28 March 2025.

Beneficiaries are legal entities resident in the Russian Federation, other than banks.

<sup>1</sup> The figures for 2021 are based on the balance sheet for 2022 (As at 31 December 2021 column), the income statement for January–December 2022 (For January–December 2021 column).

<sup>2</sup> Return on Equity (ROE) was calculated according to the following methodology:  
Return on equity (ROE) = Net profit / Avg. equity value x 100%.

<sup>3</sup> Indicator of "Return on total assets (ROTA) for profit before tax" are calculated in accordance with the following methodology:  
Return on total assets (ROTA) for profit before tax = Profit before tax / Avg. total assets value x 100%.

<sup>4</sup> The figures for 2021 are based on the balance sheet for 2022 (As at 31 December 2021 column), the income statement for January–December 2022 (For January–December 2021 column).

<sup>5</sup> Return on Equity (ROE) was calculated according to the following methodology:  
Return on equity (ROE) = Net profit / Avg. equity value x 100%.

<sup>6</sup> Indicator of "Return on total assets (ROTA) for profit before tax" are calculated in accordance with the following methodology:  
Return on total assets (ROTA) for profit before tax = Profit before tax / Avg. total assets value x 100%.

Other material terms and conditions of the Agreement

Agreement validity period: The Agreement shall enter into force on the date it is signed by the Parties, and shall remain in force until the Parties have performed their obligations under the Agreement in full.

The Agreement is an interrelated major transaction with Bank Guarantee Agreement No. 5400/744 dated 28 April 2021 (hereinafter referred to as Agreement 1) between Sberbank PJSC (Guarantor) and Energoservice Kuban, JSC (Principal).

Remuneration

The Principal shall be charged a fee for each guarantee referred to in the Agreement.

The Principal shall pay the remuneration for each guarantee in a lump sum no later than the date on which the relevant guarantee is transferred to the Principal.

Remuneration shall be charged as a percentage per annum of the amount of the relevant guarantee for the period from the date of the relevant guarantee specified in the guarantee details (inclusive) to the expiry date (inclusive) specified in the guarantee text).

The remuneration is 2.5% (two point five) per annum.

### Agreement price

The price of the Agreement consists of:

- Total amount of the guarantees simultaneously in force under the Agreement not exceeding RUB 30,000,000 (thirty million roubles)
- Amount of the remuneration under the Agreement at the rate of 2.5 (two point five) per cent per annum

The total price of interrelated transactions consists of Price under the Agreement and Price under Agreement 1 in the amount of:

- Total amount of the guarantees simultaneously in force under the Agreement not exceeding RUB 30,000,000 (thirty million roubles)
- Amount of the remuneration under the Agreement at the rate of 2.5 (two point five) per cent per annum
- Total amount of guarantees simultaneously in force under Agreement 1 not exceeding RUB 268,810,688 (Two hundred and sixty-eight million eight hundred and ten thousand six hundred and eighty-eight roubles)
- Amount of the remuneration under Agreement 1 at the rate of 1.5 (One point five) per cent per annum

Energoservice Kuban, JSC did not enter into any transactions recognised as related-party transactions in accordance with the applicable

laws of the Russian Federation, which require approval by the Company's management bodies.

According to clause 2.11, article 2 of the Articles of Association of Energoservice Kuban, JSC, the provisions of chapter XI of the Federal Law on joint stock companies shall not apply to transactions profitable for this company and concluded with legal entities directly or indirectly controlled by Rosseti, PJSC.

No sale and purchase agreements for shares, participatory interest, shares in economic partnerships and companies were concluded by Energoservice Kuban, JSC in the reporting year.

In 2022, there were no transactions with the property of Energoservice Kuban, JSC (including interrelated transactions), the value of which exceeds the amount specified in the Company's Articles of Association or which is material for the business activities of the Company.

No legal entities under Energoservice Kuban's control that are material to Energoservice Kuban's operations were established in 2022.

## PARTICIPATION OF ROSSETI KUBAN IN NON-COMMERCIAL ORGANISATIONS

Sl.No.	Non-commercial organisation	Organisation details	Purpose of participation	Financial parameters
1	Full name: Energy Institute for Advanced Training — Further Professional Education Institution of Public Joint Stock Company of Energy and Electrification of Kuban	Established on 10 September 2004 by resolution of the Board of Directors of Kubanenergo, OJSC (Minutes No. 3 dated 30 July 2004). Main activities: <ul style="list-style-type: none"> <li>• meeting the needs of Rosseti Kuban's specialists in obtaining knowledge about the latest achievements in the electric power industry; advanced domestic and Western experience in the electric power industry;</li> <li>• organising and conducting advanced training and professional retraining of Rosseti Kuban's specialists;</li> <li>• organising and conducting scientific research, scientific-technical and experimental works, consulting activities;</li> <li>• scientific expertise of programmes, projects, recommendations and other materials</li> </ul>	Providing Rosseti Kuban with qualified personnel through professional training, professional retraining and professional development of the Company's employees, improving their business qualities, preparing them for new job functions	—

Sl.No.	Non-commercial organisation	Organisation details	Purpose of participation	Financial parameters
2	Union Interregional Construction Alliance Self-Regulatory Organisation	The main goals of the Union are to prevent harm to the life or health of individuals, property of individuals or legal entities, state or municipal property, environment, life or health of animals and plants, cultural heritage objects (historical and cultural monuments) of the peoples of the Russian Federation due to shortcomings in work, which have an impact on the safety of capital construction objects and are carried out by the members of the Union; improving the quality of construction, reconstruction, overhaul of construction projects; protection of the rights and legitimate interests of the members of the Union.	Compliance with current legislation and elimination of the risk of administrative liability under Article 9.5.1(1) of the Code of Administrative Offences of the Russian Federation	The monthly membership fee to NOSTROI <sup>1</sup> is RUB 7,000. Quarterly additional targeted membership fee for NOSTROI is RUB 1,700. The amount of the compensation contribution to the compensation fund is RUB 100,000. Payment to the compensation fund for performance bond is RUB 200,000.
	Energoprojekt Association	The scope of the Association members' activities covers all types of design works that influence the safety of capital construction facilities, including particularly hazardous, technically complex, unique facilities, as well as nuclear facilities.	Compliance with current legislation and elimination of the risk of administrative liability under Article 9.5.1(1) of the Code of Administrative Offences of the Russian Federation	The monthly membership fee is RUB 23,000. Quarterly targeted membership fee for NOPRIZ <sup>2</sup> is RUB 1,625. The amount of the compensation contribution to the compensation fund is RUB 50,000. The contribution to the Compensation Fund for performance bond is RUB 150,000.
3	All-Russian Branch Association of Employers of the Electric Power Industry "Energy Employment Organization Association of Russia" (ERA of Russia Association)	Main goals: <ul style="list-style-type: none"> <li>• protection and promotion of the interests of employers in the electric power industry, including in relations with state authorities and trade unions, consolidation of the aggregate resource of the Association members to influence the social and economic policy of the state</li> <li>• regulation of social and labour relations in the electric power industry, increasing the efficiency of social partnership, promoting the maintenance of social stability in the labour collectives of the electric power industry organizations, increasing the efficiency of human resource management, enhancing the return on investment to personnel and the development of human capital</li> <li>• assistance in the creation of favourable conditions for business in general and development of the electric power industry in particular, participation in the development and implementation of projects to increase the economic efficiency of energy organizations, increase labour productivity</li> <li>• development of the national system of professional qualifications and its industry segment, promoting the development of industry-specific professional education, meeting the needs of employers in training qualified personnel, etc.</li> </ul>	<ul style="list-style-type: none"> <li>• the need to promote the interests of the Company, including in relations with public authorities and trade unions;</li> <li>• the need to improve the effectiveness of social partnership, helping to maintain social stability in work collectives</li> <li>• development of cooperation with other organisations in the field of labour and on other issues of social and economic nature</li> </ul>	The annual membership fee is RUB 1,700,000.

<sup>1</sup> NOSTROI is the national association of builders.

<sup>2</sup> NOPRIZ is the national association of surveyors and designers.

Sl.No.	Non-commercial organisation	Organisation details	Purpose of participation	Financial parameters
4	TGO NGO Association	TGO NGO Association consolidates, represents and protects the professional interests of participants of the partnership in government bodies of all levels, infrastructure, non-commercial and public organisations. The partnership platform is a centre for communication of partnership participants and dissemination of the best business practices in the power grid complex. The Supervisory Board of TGO NGO Association includes the Heads of the specialized offices of the Energy Committee of the State Duma of the Russian Federation, the Ministry of Energy of Russia	Ensuring the compliance of Rosseti Kuban with the requirements of the wholesale market in the event that the functions of a guaranteeing supplier are assigned to Rosseti Kuban	The amount of the entrance fee (one-time fee) is RUB 1 million. The quarterly current (regular) membership fee is RUB 256,000.
5	Chamber of Commerce and Industry of the Krasnodar Territory	Promotion of interaction between business entities and local authorities, all-round development of trade and economic, investment and scientific and technical cooperation between entrepreneurs of the Krasnodar Territory and entrepreneurs of foreign countries. Coordination and representation of the interests of all members of the Chamber, entrepreneurs and their associations, regardless of ownership, subordination and location within the Krasnodar Territory	<ul style="list-style-type: none"> <li>• representation of interests in cooperation with the administration of the Krasnodar Territory, the city of Krasnodar, as well as the administrations of cities and districts of the Territory</li> <li>• development of business relations with large companies in Kuban</li> </ul>	The annual membership fee of the Company is RUB 20,000.