

PLANS FOR 2023

In 2023, the Company will keep on working on the improvement of the corporate governance, based on analysis of the best corporate governance practices, as well as the results of the corporate governance assessment and assessment (self-assessment) of the operation of the Board of Directors and its committees, including:

- Updating the Articles of Association and internal documents of the Company in line with the recommendations of the Corporate Governance Code of the Bank of Russia

- Ensuring that the Company's activities comply with the requirements of by-laws and conducting the necessary corporate procedures
- Conducting a self-assessment of the performance efficiency of the Board of Directors and its committees
- Planning and delivering the corrective action plans based on the results of the corporate governance assessment carried out by the internal audit function

- Supervising the timely and proper implementation of decisions of the Company's governing bodies
- Full and timely disclosure of information about the Company as required by the laws on joint stock companies and the stock market

CORPORATE GOVERNANCE LEVEL ASSESSMENT

In the reporting year, the Company's internal audit conducted an assessment of corporate governance at the end of the 2021/2022 corporate year concerning its compliance with the laws of the Russian Federation, principles and recommendations of the Corporate Governance Code of the Bank of Russia, Listing Regulations of the Moscow Exchange and the best corporate practices. The assessment followed the Company's methodology, which corresponds to the standard corporate governance assessment method adopted at Rosseti's S&As.

Objectives of the assessment:

- Providing the Board of Directors of the Company, the Audit Committee of the Board of Directors of the Company, and the executive bodies of the Company with objective and independent information on the state of corporate governance in the Company and its efficiency
- Making recommendations to improve the Company's corporate governance

Following the results, the internal audit recognised the Company's corporate governance as corresponding to the developed practice level; it also noted that the potential for improvement on a number of issues depends on the standing of the main shareholder and other external factors that the Company cannot have influence on.

THE RESULTS OF THE ASSESSMENT OF THE COMPANY'S CORPORATE GOVERNANCE IN THE 2021/2022 CORPORATE YEAR BY THE INTERNAL AUDIT

Component	Maximum score	for 2021/2022 corporate year		For reference: eligibility	
		Score Retailers	Eligibility (%)	for 2020/2021 corporate year (%)	for 2019/2020 corporate year (%)
Shareholders' rights	71	67	94.4	94.4	93.0
Board of Directors	154	118	76.6	77.6	74.4
Executive management	40	28	70.0	55.0	85.0
Transparency and disclosures	130	114	87.7	86.2	81.5
Risk management, internal control and internal audit	63	61	96.8	96.8	96.8
Corporate social responsibility, business ethics and compliance	31	31	100	100	100
Total score	489	419	85.7	84.4	84.4

GENERAL MEETING OF SHAREHOLDERS

The General Meeting of Shareholders is a supreme management body of the Company. The General Meeting of Shareholders abides by the laws of the Russian Federation, the Articles of Association of the Company, and the Regulations on the General Meeting of Shareholders.

Resolutions of the General Meeting of Shareholders of Rosseti Kuban, PJSC are published on the corporate website in the About the Company / Management / General Meeting of Shareholders section.

The competence of the General Meeting of Shareholders is determined by the Federal Law on Joint Stock Companies and the Articles of Associations of the Company.

Two General Meetings of Shareholders of the Company were held in 2022

Date of a General Meeting of Shareholders	Date and Minutes Number of a General Meeting of Shareholders	Quorum of a General Meeting of Shareholders (% of total number of outstanding voting shares)	Key resolutions made by the General Meeting of Shareholders
16.06.2022	21.06.2022 No. 48	93.62% for all agenda items	To approve the annual report and the annual accounts of the Company for 2021 To approve the following distribution of the Company profit for 2021: <ul style="list-style-type: none"> • RUB 85,592 thousand to the reserve fund • RUB 694,019 thousand for the development of the Company • RUB 932,223 thousand to dividend payments • RUB 0 thousand to recover losses from previous years To pay dividends on the Company's ordinary shares for 2021 in the amount of RUB 932,223 thousand. To elect members to the Company's Board of Directors and the Auditing Commission To approve the association of auditors (joint participant) consisting of TsATR – Audit Services, LLC (leader of the joint participant) (TIN 7709383532, former name – Ernst & Young, LLC) and AC DELOVOY PROFILE, JSC (member of the joint participant) (member of the joint participant) (INN 7735073914) as the Company's auditor To approve the revised Regulation on the Auditing Commission of the Company
05.12.2022	08.12.2022 No. 49	93.81%	To pay out dividends on the Company's ordinary shares for 9 months of 2022 in the amount of RUB 1,943,544 thousand.

In accordance with Russian law, General Meetings of Shareholders in 2022 were held in the form of absentee voting.

The resolutions of these General Meeting of Shareholders to be enforced were accomplished.