# Competence of the General Shareholders Meeting

# of Rosseti North-West, РJSC

# pursuant to Clause 10.1 Article 10 of the Articles of Association of the Company (as approved by the Annual General Shareholders Meeting of the Company

# dated 28.05.2021 (Minutes No. 17))

* 1. The issues falling within the competence of the General Meeting of Shareholders shall be the following:

1. amending of the Articles of Association and approval of the restated Articles of Association;
2. restructuring of the Company;
3. liquidation of the Company; appointment of the liquidation commission and approval of the interim and final liquidation balances;
4. determining of the quantity, par value, category (type) of declared shares and the rights granted by these shares;
5. increase in the Company’s authorized capital by way of increasing the par value of shares or by way of additional shares placement;
6. reduction of the Company’s authorized capital by way of reduction of the par value  
   of the shares, by way of acquisition by the Company of a part of shares in order to reduce their total amount, and by way of repayment of the shares redeemed or acquired by the Company;
7. fractioning and consolidation of the Company’s shares;
8. making the decision on placement by the Company of bonds convertible into shares and other equity securities convertible into shares;
9. determining of the number of members of the Board of Directors, election of their members the early termination of their powers;
10. election of the members of the Company’s Auditing Commission and early termination of their powers;
11. approval of the Company’s Auditor;
12. making the decision on transfer of powers of the Company’s sole executive body to the managing entity (managing director) and on early termination of powers of the managing entity (managing director);
13. approval of the annual report, annual accounting (financial) statements of the Company;

13.1) distribution of profit (including payment (declaring) of dividends, except for the profit distributed as a dividend following the results of the first quarter, half a year, nine months of the reporting year and the Company’s loss following the results of the reporting year;

1. payment (declaring) of dividends following the results of the first quarter, half a year, nine months of the reporting year;
2. determining of the procedure for holding the Company’s General Meeting of Shareholders;
3. making decisions on consent to the conclusion or on the subsequent approval of the interested party transactions in the cases provided for by Article 83 of the Federal Law “On Joint Stock Companies”;
4. making decisions on consent to the conclusion or on the subsequent approval of major transactions in the cases provided for by Article 79 of the Federal Law “On Joint Stock Companies”;
5. making the decision on participation in financial and industrial groups, associations and other unions of for-profit entities;
6. approval of internal documents regulating the activities of the Company’s bodies;
7. making the decision on payment of remuneration and/or compensation to the members of the Company’s Auditing Commission;
8. making the decision on payment of remuneration and/or compensation to the members of the Company’s Board of Directors;
9. making a decision on filing an application for the delisting of the Company's shares and/or the Company's equity securities convertible into its shares;
10. acquisition by the Company of the shares placed in the cases set out in the Federal Law “On Joint-Stock Companies”;
11. solution of other issues envisaged by the Federal Law “On Joint Stock Companies”.