

THE DECISION ON ISSUE OF SECURITIES

**Public Joint stock company
«Rosseti Centre»**

uncertificated unconvertible interest-bearing exchange-traded bonds 001P-03

based on the decision on approval of the Exchange-Traded Bonds Program, adopted by the Board of Directors of Interregional Distribution Grid Company of Centre, Public Joint-Stock Company on «15» November 2016, Minutes of «16» November 2016 № 31/16.

Issuer's location (in accordance with its charter): Moscow, Russia

*Director of Finance of Rosseti Centre, PJSC,
acting under Power of attorney
№ D-TSA/196 of 27.09.2023*

I.V. Ulyanychev

Hereinafter in this document the following terms will be used:

The Program, the Program of bonds – the Program of exchange-traded bonds of series 001P, with identification number 4-10214-A-001P-02E of 21.12.2016, within the framework of which this issue of exchange-traded bonds is placed;

The Decision on the issue – a decision on the issue of securities, fixing the set of property and non-property rights in relation to a specific issue of exchange-traded bonds under the Program;

Conditions of placement – a document containing the terms of the placement of the Bonds;

The exchange-traded Bond or the Exchange-traded Bond of an issue of the Bond or the Bond – an exchange bond placed within the framework of this issue of exchange bonds.

Issue – this issue of Exchange-traded bonds placed under the Program.

The issuer – Public Joint stock company «Rosseti Centre» (Rosseti Centre, PJSC).

News feed – an information resource updated in real time and provided by a news agency accredited by the Bank of Russia to carry out actions to disclose information about securities and other financial instruments.

Other terms used in the Decision of the issue have the meanings defined in the Program.

In all cases where this Decision of the issue contains references to individual paragraphs of the Program or to the Program as a whole, the provisions of the Program are applied in accordance with paragraph 18 of the Program, taking into account the changed imperative requirements of the legislation of the Russian Federation in connection with changes made to the current legislation of the Russian Federation based on Federal Law No. 514-FZ dated 27 December 2018 “On Amendments to the Federal Law “On the Securities Market” and certain legislative acts of the Russian Federation in terms of improving the legal regulation of the issue of securities”. In particular, the provisions of the Program on documentary securities and securities certificates are not applicable to the Exchange-traded bonds; instead of the Conditions of the issue provided for by the Program, in accordance with the Securities Market Law, the Decision on the issue and Conditions for the placement are drawn up in relation to the Exchange-traded bonds.

1. Kind, category (type) and other identification features of securities

Type of securities: *exchange-traded bonds*

Other identification features of placed securities: *uncertificated unconvertible interest-bearing exchange-traded bonds of series 001P-03*

2. Indication of how to record rights to bonds

Centralized recording of rights to Exchange-traded bonds is provided.

Depository, which will carry out centralized recording of rights to bonds being placed:

Full company name: *Non-bank credit organisation, joint stock company «National settlement depository»*

Abbreviated company name: *NPCO JSC NRD*

Location: *Russian Federation, Moscow*

Primary State Registration Number: *1027739132563*

In the event of termination of the activities of NPCO JSC NRD (hereinafter also referred to as NRD) in connection with its reorganization, centralized recording of rights to the Exchange-traded bonds will be carried out by its legal successor. In cases where NPCO JSC NRD or NRD is mentioned, it means NPCO JSC NRD or its successor.

3. Par value of each security of the issue

1 000 (One thousand) Russian rubles

4. Rights of the owner of each security of the issue

4.1. For preferred shares:

Not applicable. Placed securities are not preferred shares.

4.2. For bonds:

The information to be specified in this paragraph is given in paragraph 7 of the Program.

4.2.1. In the case of provision of security for the bonds of the issue, the rights of the bondholders arising from such security are indicated in accordance with the terms of the security specified in this decision on the issue of

bonds, as well as the fact that with the transfer of rights to the secured bond to the new owner (acquirer), all rights, arising from such security, are transferred. It is indicated that the transfer of rights arising from the provided security without transfer of rights to the bond is invalid:

Not applicable. Provision granting under the Exchange-traded bonds is not provided.

4.2.2. For structural bonds:

Not applicable. The Exchange-traded bonds are not structural bonds.

4.2.3. For bonds with no maturity:

Not applicable. The Exchange-traded bonds are not bonds without maturity.

4.3. For mortgage-backed bonds:

Not applicable. Placed securities are not mortgage-backed bonds.

4.4. For options of the issuer:

Not applicable. Placed securities are not the issuer's options.

4.5. If the placed securities are convertible securities:

Not applicable. Placed securities are not convertible.

4.6. In case the placed securities are securities intended for qualified investors, this circumstance is indicated. The features associated with the recording and transfer of rights to these securities specified by the legislation of the Russian Federation are indicated:

Not applicable. Placed securities are not the securities intended for qualified investors.

5. The procedure and conditions for the repayment and payment of income on bonds

5.1. Bonds repayment form

The form of redemption of bonds (cash, property, conversion), as well as the possibility and conditions of choosing the form of redemption by bondholders, are indicated.

The redemption of Exchange-traded bonds is made in cash in rubles of the Russian Federation by bank transfer.

The option for owners of Exchange-traded bonds to choose the form of redemption of Exchange-traded bonds is not provided.

If bonds are redeemed by property, information about such property is indicated.

Exchange-traded bonds are not redeemed by property.

5.2. Bonds maturity

The term (date) for the redemption of bonds or the procedure for determining it, or information that such a redemption period for bonds or the procedure for determining it will be established by the authorized management body (authorized official) of the issuer before the start of the placement of bonds, is indicated. For bonds without a maturity date, this circumstance is indicated:

The Exchange-traded bonds are redeemed on the 1 260 (One thousand two hundred and sixtieth) day from the date of the beginning of the placement of the Bonds.

Date of commencement and termination of redemption of the Bonds coincide.

If the Repayment Date falls on a non-working day, then the transfer of the appropriate amount is made on the first Business Day following the non-working day. The owner of the Bonds has no right to demand interest or any other compensation for such delay in payment.

5.3. Procedure and conditions for redemption of bonds

Procedure and conditions for redemption of bonds are indicated.

Redemption of the Bonds is carried out in accordance with the procedure established by the current legislation of the Russian Federation.

Redemption of the Bonds is made at face value of the Bonds.

Exchange-traded bonds are securities with a centralized recording of rights.

The Issuer fulfills the obligation to make payments on the Bonds by transferring funds to the depository, which carries out centralized recording of rights to the Bonds.

Holders of the Bonds and other persons exercising rights in accordance with federal laws on Exchange-traded bonds receive cash payments due to them in repayment of the Bonds through a depository that centrally records rights to Exchange-traded bonds, of which they are depositors.

Cash payments to be paid off of the Bonds are transferred by the depository, which centrally records rights to bonds, in accordance with the procedure provided for in Article 8.7 of Federal Law No. 39-FZ of 22 April 1996 on the Securities Market, with features depending on the method of recording rights.

When redeeming the Exchange-traded bonds, the coupon income for the last coupon period is also paid.

Write-off of the Exchange-traded bonds from securities accounts upon redemption is carried out after the Issuer has fulfilled all obligations to the owners of the Exchange-traded bonds to repay the par value of the Exchange-traded bonds and pay the coupon income on them for all coupon periods.

5.3.1. Procedure for determining payments for each structural bond at its redemption
The Exchange-traded bonds are not structural bonds.

5.4. Procedure for determining the income paid on each bond

The yield on Exchange-traded bonds is the amount of coupon income accrued for each coupon period as a percentage of the par value of Exchange-traded bonds and paid on the expiration date of the corresponding coupon period.

Exchange-traded bonds have 42 (Forty two) coupon periods.

The duration of each of the coupon periods is set equal to 30 (Thirty) days.

Start date of each coupon period is determined by the formula:

*$SDCP(i) = SDP + 30 * (i-1)$, where*

SDP – start date for placement of Exchange-traded bonds, set in accordance with paragraph 8.2 of the Program;

i – the indexing number of the corresponding coupon period, (i=1,2,3...42);

SDCP(i) – a start date of the i-th coupon period.

End date of each coupon period is determined by the formula:

*$EDCP(i) = SDP + 30 * i$, where*

SDP – start date for placement of Exchange-traded bonds, set in accordance with paragraph 8.2 of the Program;

i – the indexing number of the coupon period, (i=1,2,3...42);

EDCP(i) – an end date of the i-th coupon period.

Payment amount calculation under each i-th coupon on one Exchange-traded bond is produced under the following formula:

*$CY_i = C_i * Nom * (EDCP(i) - SDCP(i)) / (365 * 100\%)$,*

where

CY_i – coupon yield size under each Exchange-traded bond on the i-th coupon period in rubles of the Russian Federation;

Nom – an outstanding part of a face-value of one Exchange-traded bond in rubles of the Russian Federation;

C_i – the size of the interest rate under i-th coupon, annual interest rates;

SDCP(i) – a start date of the i-th coupon period.

EDCP(i) – an end date of the i-th coupon period.

i – the indexing number of the coupon period (i=1,2,3...42).

CY_i is calculated with an accuracy to the second decimal place (rounding to the second decimal place is produced by mathematical rounding rules: in case if the third decimal place is more than or equal to 5, the second decimal place increases by one, in case if the third decimal place is less than 5, the second decimal place does not change).

Order of determination of the interest rate under the first coupon:

The interest rate under the first coupon is determined by the Issuer in accordance with the provisions of paragraph 9.3. of the Program.

Information on the coupon interest rate for the first coupon period is disclosed by the Issuer in accordance with paragraph 11 of the Program.

The procedure for determining the interest rate for coupons, starting from the second:

The interest rate for coupon periods, starting from the second, is determined by the Issuer until the start date of the placement in accordance with the procedure specified in subparagraph a) of paragraph 9.3 of the Program.

Other information to be specified in this paragraph is given in paragraph 9.3 of the Program.

5.5. Order and term of payment of income under bonds

The term (date) of payment of yield on bonds or the procedure for determining it is indicated.

Coupon yield under the Exchange-traded bonds, accrued for each coupon period, is paid on an end date of the corresponding coupon period. The procedure for determining the end date of the coupon period under the Bonds is specified in paragraph 5.4 of the Decision on the issue.

If the end date of the coupon period/payment of coupon income falls on a non-working day, then the transfer of the appropriate amount is made on the first Business day following the non-working day. The owner of the Bonds is not entitled to claim interest or any other compensation for such a delay in payment.

The procedure for paying income on bonds is indicated, including the procedure for paying (transferring) income on bonds in non-monetary form if the bonds provide income in non-monetary form.

Payment (transfer) of coupon income under the Bonds is made in accordance with the procedure established by the current legislation of the Russian Federation.

Coupon payment is made in cash in Russian rubles by bank transfer.

The Bonds are securities with a centralized recording of rights.

The Issuer fulfills the obligation to make payments on the Bonds by transferring monetary funds to the depository, which carries out centralized recording of rights to the Bonds.

Holders of the Bonds and other persons exercising rights in accordance with federal laws on Exchange-traded bonds receive cash payments due to them under the Bonds through a depository that centrally records rights to Exchange-traded bonds, of which they are depositors.

Cash transfer under the Bonds is made by the depository, which centrally records rights to bonds, in accordance with the procedure provided for in Article 8.7 of Federal Law No. 39-FZ of 22 April 1996 on the Securities Market, with features depending on the method of recording rights.

Coupon income on unplaced Exchange-traded bonds or on Exchange-traded bonds transferred to the Issuer's account at NRD is not accrued or paid.

The coupon income for the last coupon is paid simultaneously with the redemption of the nominal value of the Exchange-traded bonds.

5.6. Order and conditions of advanced repayment of bonds

Possibility of advanced repayment of the Exchange-traded bonds on request of their owners is provided.

Possibility of advanced repayment of the Exchange-traded bonds at the discretion of the Issuer is not provided.

Other information to be specified in this paragraph is given in paragraph 9.5 of the Program.

5.6.1 Advanced repayment on request of their owners:

Advanced repayment of the Exchange-traded bonds is produced by money funds by bank transfer in Russian rubles.

A holder of bonds whose rights to Exchange-traded bonds are recorded by the depository, which carries out centralized recording of rights to them, submits a claim to the Issuer for early repayment of the Bonds or withdraws such a claim by giving appropriate instructions to a person who records his rights to Exchange-traded bonds.

From the day NRD or the nominal holder of the Exchange-traded bonds receives from the owner of the Exchange-traded bonds an instruction to submit a request (application) for early redemption of the Exchange-traded bonds and until the day of entry into the account of NRD or the nominal holder of entries related to such early redemption, or until the day of receipt information about the owner's withdrawal of his claim, the owner does not have the right to dispose of the Exchange-traded bonds presented for early redemption, including transferring them as collateral or encumbering them in other ways, about which NRD and the nominal holder, without the owner's instruction, make an entry establishing this restriction on the account on which his rights to the Exchange-traded bonds are recorded.

Owners and other persons exercising rights under the Exchange-traded bonds in accordance with federal laws receive cash payments due to them for the early redemption of the Exchange-traded bonds through the depository that records the rights to securities of which they are depositors.

The Issuer fulfills the obligation to make cash payments towards the early redemption of the Exchange-traded bonds by transferring funds to NRD. This obligation is considered fulfilled by the Issuer from the date of receipt of funds to NRD's account.

Additional cases of early redemption of the Bonds at the request of their owners to the cases specified in paragraph 9.5.1 of the Program are not provided.

Other information to be specified in this paragraph is given in paragraph 9.5.1 of the Program.

5.6.2 Advanced repayment of bonds at the discretion of the issuer:

Possibility of advanced repayment (including partial repayment) of the Exchange-traded bonds at the discretion of the Issuer on the conditions specified in paragraph 9.5.2. of the Program for this issue of the Bonds is not provided (there is no possibility).

Additional cases of early redemption of the Bonds at the discretion of the Issuer to the cases specified in paragraph 9.5.2 of the Program are not provided.

For bonds without a maturity period, it is indicated that bondholders are not entitled to present a claim for early repayment of such bonds, including on the grounds provided for in Article 17.1 of the Federal Law "On the Securities Market":

The Exchange-traded bonds are not bonds without maturity.

For bonds, the issuer of which identifies the present bond issue using the words "green bonds", "adaptation bonds", "social bonds", "sustainable development bonds", "infrastructure bonds", the right of bondholders to demand early repayment of their bonds in the event of violation by the issuer of the condition on the intended use of funds received from the placement of bonds is indicated, determined in accordance with this decision on the issue of bonds, or it is indicated that such a right is not granted to bond holders.

The Issuer does not identify the Bonds as "green bonds". The Issuer does not identify the Bonds as "adaptation bonds". The Issuer does not identify the Bonds as "social bonds". The Issuer does not identify the Bonds as "sustainable development bonds". The Issuer does not identify the Bonds as "infrastructure bonds".

5.7. Information about bond paying agents

If repayment and (or) payment (transfer) of income on bonds is carried out by the issuer with the involvement of payment agents, for each payment agent the following shall additionally be indicated:

full company name, location and PSRN of the paying agent; obligations of the paying agent in accordance with the contract concluded by him with the issuer.

It indicates the possibility of the issuer appointing additional payment agents and cancelling such appointments, as well as the procedure for disclosing information about such actions.

At the time of signing the Decision on the issue, no payment agent was appointed.

Redemption and (or) payment (transfer) of income on Exchange-traded bonds is carried out by the Issuer without the involvement of paying agents.

The Issuer may appoint payment agents and cancel such appointments:

- **upon early repayment of the Bonds at the request of their owners in accordance with paragraph 9.5.1 of the Program;**

- **when making payments to the owners of the Bonds in the relevant cases specified in paragraph 9.7 of the Program.**

The Issuer cannot simultaneously appoint several payment agents for the same issue of the Bonds.

The disclosure procedure for such actions:

Information on the appointment by the Issuer of a paying agent and the cancellation of such appointments is disclosed by the Issuer in the form of a notice of a material fact in accordance with regulations in the field of financial markets within the following periods from the date of making such appointments or their cancellation:

- in the News Feed - no later than 1 (One) business day.

5.8. Termination of the obligations of the credit organization - the issuer to pay the principal and unpaid interest (coupon) on bonds, as well as financial sanctions for default on bonds

Not applicable. The Issuer is not a credit institution.

5.8.1. Termination of bond obligations.

There is no possibility of terminating obligations under the Bonds.

5.8.2. Forgiveness of debt on bonds of a subordinated bond loan.

There is no possibility of debt forgiveness on the Bonds.

6. Information on the acquisition of bonds

The possibility of purchasing bonds by the issuer by agreement with their owners and (or) at the request of bond owners with the possibility of their subsequent circulation is indicated. If such a possibility is established, the procedure and conditions for the acquisition of bonds are also indicated, including the period (procedure for determining the period) for the acquisition of bonds, the procedure for the issuer's authorized body to make a decision on the acquisition of bonds, the procedure for the issuer to disclose (provide) information about the conditions and results of the acquisition of bonds, as well as other conditions for purchasing bonds.

There is a possibility for the Issuer to purchase Exchange-traded bonds by agreement with their owner(s) with the possibility of their subsequent circulation.

There is no obligation for the Issuer to purchase Exchange Traded Bonds at the request of their owner(s).

Payment for Exchange-traded bonds upon their acquisition is made in cash by bank transfer in Russian rubles.

In this case, the acquisition of Exchange-traded bonds is carried out taking into account the following features:

An offer to purchase Exchange-traded bonds by agreement with their owners is sent by the Issuer to the owners of Exchange-traded bonds by publishing a message about the decision made to purchase the Bonds by agreement with the owners of Exchange-traded bonds in the News Feed.

The requirement to purchase Exchange-traded bonds is carried out by submitting an application in accordance with the Exchange trading rules, registered in the prescribed manner and valid on the date of trading.

Regardless of the above, and also if on the date of acquisition the Exchange-traded bonds are not traded on the Exchange, the owner of the Exchange-traded bonds, whose rights to the Exchange-traded bonds are taken into account by NRD or the nominal holder, has the right to make a claim to the Issuer to purchase the Exchange-traded bonds by giving appropriate instructions to the person who records his rights to the Exchange-traded bonds. In this case, the instruction is given in accordance with Article 8.9 of the Law on the Securities Market, and the owner does not have the right to dispose of the Exchange-traded bonds presented for acquisition, including pledge them or encumber them in other ways, about which NRD and the nominal holder without the owner's instructions make a record of establishing this restriction on the account in which his rights to the Exchange-traded bonds are recorded.

The Exchange-traded bonds are acquired on the over-the-counter market by transferring the Exchange-traded bonds in the manner prescribed by the current legislation of the Russian Federation, taking into account the rules established by the depository that centralizes the rights to the Exchange-traded bonds, for interaction during the acquisition and for the transfer by the Issuer of funds in fulfillment of obligations under the stated, in the manner prescribed by Article 17.3 of the Law on the Securities Market, the acquisition requirements.

Other information to be specified in this paragraph is indicated in paragraph 10 of the Program.

7. Information on ensuring the fulfillment of obligations on bonds of the issue

7.1. Type of collateral provided

There is no provision for collateral under the Bonds.

7.2. Information on the person providing security for the fulfillment of obligations on bonds

The provision of security under the Bonds is not provided.

7.3. Conditions for ensuring the performance of obligations on bonds

The provision of security under the Bonds is not provided

7.4. At the issuer's discretion, information is given on the priority of securing the fulfillment of obligations on bonds of issues, the fulfillment of obligations for which is ensured by the same security that is provided on bonds of this issue

The provision of security under the Bonds is not provided.

8. Additional information about green bonds, social bonds, sustainability bonds, infrastructure bonds, adaptation bonds, sustainable development goals bonds, climate transition bonds

Not applicable. Such identification has not been established for the Bonds.

9. Information about the representative of bondholders

If the issuer determines the representative of the bond owners before the date of signing the decision on the issue of bonds, the full company name (for commercial organizations) or the name (for non-profit organizations) of the representative of the bond owners, its location, the assigned PSRN (including the date of its assignment) and TIN.

The representative of the owners of the Bonds at the date of signing of the Decision on the issue was not determined.

9(1). Information on the competence of the general meeting of bondholders

The issues on which the general meeting of bondholders has the right to make decisions in addition to the issues provided for in paragraph 1 of Article 29.7 of the Law on the Securities Market are indicated.

If the decision on the issue of securities does not provide for issues within the competence of the general meeting of bondholders, this circumstance is indicated.

The Decision on the issue does not provide for issues, in addition to the issues provided for in paragraph 1 of Article 29.7 the Law on the Securities Market, which are within the competence of the general meeting of bondholders.

10. Issuer's obligation

The Issuer undertakes to ensure the rights of owners of securities subject to the procedure established by the legislation of the Russian Federation for the exercise of these rights.

11. Obligation of persons providing security for bonds

The provision of security is not provided.

12. Other information

Other information to be included in the Decision on the issue in accordance with the Bank of Russia's Regulation No. 706-P dated 19 December 2019 (as amended on 4 July 2022) "On standards for issuing securities", as well as disclosed by the Issuer at its own discretion, are specified in the Program.