

APPROVED

under the Resolution
of February 26, 2021
by the Board of Directors
of “Rosseti Lenenergo”, PJSC
(Minutes No. 56 of March 01, 2021)

“ROSSETI LENENERGO”, PJSC

**PERFORMANCE EVALUATION GUIDELINES
FOR ASSESSING PERFORMANCE OF THE BOARD OF DIRECTORS,
AND ITS COMMITTEES AND MEMBERS**

Saint Petersburg

2021

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1. UNDERLYING DOCUMENTS. KEY ASSESSMENT PARAMETERS

1.1. These Performance Evaluation Guidelines for Assessing Performance of the Board of Directors, and its Committees and Members (the "Guidelines") of "Rosseti Lenenergo", PJSC (the "Company") are based on the recommendations on practices of the Board of Directors outlined in international and Russian best practices in corporate governance, including the following:

- 1) G20/OECD Principles of Corporate Governance (2015);
- 2) OECD Guidelines on Corporate Governance of State-Owned Enterprises (2015);
- 3) the Bank of Russia's Corporate Governance Code¹ (2014);

1.2. Types of assessment.

1.2.1. Performance of the Company Board of Directors, and its members and Committees is assessed:

- 1) via annual self-assessment by the Board of Directors;
- 2) once every three years (where necessary) by an independent external organization (consultant) engaged on a competitive basis.

1.2.2. In both cases, the assessment shall be conducted anonymously, and members of the Board of Directors/Committees shall be notified that their responses will be provided in a generalized, anonymized form without identifying the specific Board/Committee member as the source of comments or recommendations.

1.3. Scope of assessment.

1.3.1. The assessment covers:

- 1) Performance of the Board of Directors on the whole;
- 2) Performance of each Committee of the Board of Directors;
- 3) Performance of each member of the Board of Directors (individual performance assessment);
- 4) Performance of the Chairperson of the Board of Directors;
- 5) Support for the operation of the Board of Directors and its Committees of the Company.

1.3.2. In each specific case, the scope of assessment is determined by the Company.

1.4. Assessment tools.

1.4.1. Depending on the type of assessment (self-assessment/external assessment) and its scope, the Company determines the assessment tools, which include:

- 1) a questionnaire-based survey of the members of the Board of Directors, and members of the Committees of the Board of Directors;
- 2) analysis of the Company's Articles of Association and internal documents;
- 3) analysis of the working materials of the Board of Directors and its Committees (minutes of meetings, work plan, etc.);
- 4) interviews with members of the Board of Directors (if necessary);
- 5) overt observation by independent observers.

1.5. Key assessment components.

1.5.1. The components of the assessment of the Board of Directors' performance may vary depending on the goals set, but in most cases the following aspects will be of interest:

- 1) functional (how well the Board of Directors performs its functions);
- 2) structural (the composition and structure of the Board of Directors, role of the Chairperson, etc.);
- 3) procedural (planning of the Board's work, meeting practices, information support of the Board of Directors);
- 4) infrastructural (remuneration of members of the Board of Directors, management of conflicts of interest, liability insurance, etc.).

1.5.2. In assessing the performance of the Board of Directors' Committees, attention will be paid to the quality of a specific Committee's performance in carrying out the special tasks assigned to it, the quality of organizational, resource and information support for the Committee's performance, its composition, and internal dynamics of its work.

1.6. Assessment criteria.

1.6.1. The overall performance assessment criteria for the Board of Directors, and its

¹ Approved by the Board of Directors of the Bank of Russia on March 21, 2014

members and Committees include:

- 1) Performance by the Board of Directors of its key functions in governing the Company (building and following up the progress on the strategy, ensuring the creation of the internal control system and risk management system and monitoring their performance, assessing the performance of the top management, adopting an effective motivation system for the top management, ensuring the integrity of assets);
- 2) Board of Directors members and structure;
- 3) Organization of the work of the Board of Directors, information support of the Board of Directors and interaction of the Board of Directors with governing bodies;
- 4) Infrastructural support for the work of the Board of Directors, including the motivation system for members of the Board of Directors, and management of conflict of interests of Board members;
- 5) Interaction between the Board of Directors and the Committees of the Board of Directors;
- 6) Composition and working practices of the Committees of the Board of Directors;
- 7) Performance of the Chairperson of the Board of Directors;
- 8) Individual performance of each member of the Board of Directors, including their professional contribution in the performance of the Board of Directors, level of preparedness for the meetings, active participation in the discussion, etc.

A specific list of criteria for assessing the Board of Directors, and its members and Committees is determined by the Company in accordance with the approach selected at the time of assessment as well as taking into account the Company's existing work practices and needs, and the requirements of Russian laws.

1.7. Annexes to the Guidelines include the Tentative list of criteria for assessing the performance of the Board of Directors, and its Committees and members (Annex 1), Questionnaires (Templates) for assessing the performance of the Board of Directors, and its Committees and Members (Annex 2), and the Performance Assessment Report Form (Template) for assessing the performance of the Board of Directors and its Committees (Annex 3).

1.8. The Company may apply the annexes to this Guidelines fully or partially in accordance with the approach selected at the time of assessment as well as taking into account the existing work practices, needs of the Company, and requirements of Russian laws.

2. ASSESSMENT PROCEDURE

2.1. Assessment.

2.1.1. The Board of Directors, and its members and Committees shall be assessed on an annual basis, except for the year in which the assessment is conducted by an independent external organization (consultant).

2.1.2. The decision to carry out the assessment is taken by the Board of Directors. Such decision may determine the timelines of the assessment, the resources required and other necessary provisions.

2.1.3. The responsibility for the annual detailed formalized assessment of the performance of the Company's Board of Directors, as well as that of the Committees of the Board of Directors, lies with the Nomination and Remuneration Committee of the Company's Board of Directors.

2.1.4. The assessment process consists of the following stages:

1) Preparation of materials and collection of information:

Based on and in line with the decision of the Board of Directors, the Corporate Secretary, as the responsible person:

- prepares a sufficient amount of all questionnaires required for the survey of members of the Board of the Board of Directors/Committees (using the standard questionnaires provided in Annex 2), as well as consolidated statistical information to prepare for the completion of questionnaires (the number of Board/Committee meetings held during the assessment period, participation by Board/Committee members in such meetings, form of participation, progress on Board and Committee work plans, minutes of meetings, etc.)

- officially informs each member of the Board of Directors/Committee of the Board of Directors of the assessment and its timelines, sends to each member of the Board of Directors/Committee (by mail, courier, email, or delivers in person) within a reasonable time the

relevant questionnaires to be completed and the summary information to prepare for the completion of the questionnaires.

The questionnaires are to be completed anonymously, with Board/Committee members to express their opinion on each of the questions in the questionnaire and provide comments and recommendations, where necessary. They shall then send the completed questionnaires to the Corporate Secretary within five business days of receipt of the questionnaires.

2) Processing and summarizing the results of the survey:

The Corporate Secretary will process the results of the survey by calculating the average values for all criteria and analyzing all comments and recommendations received so that the outcome reflect the entire range of opinions, but without identifying the authors of such comments and recommendations.

After the data processing is completed, the Corporate Secretary will analyze the materials received after processing the survey results and will highlight:

- strengths in the performance of the Board of Directors and its Committees;
- weaknesses in the performance of the Board of Directors and its Committees;
- key areas for improvement and development.

The weakest areas are those criteria, for which the average score was below three on a zero to five assessment scale.

The assessment results will be summarized in a report on performance assessment of the Board of Directors, specifying the results of the survey and summary conclusions, and may contain the following information on the assessment:

- members and structure of the Board of Directors and its Committees;
- the performance by the Board of Directors of its key functions: strategic development, risk management, internal control and audit, motivating and assessing the activities of governing bodies, and ensuring implementation and protection of shareholders' rights;
- the activities and role of the Chairperson of the Board of Directors and chairpersons of the Board Committees;
- the role of the Committees of the Board of Directors in the performance of the key functions of the Board of Directors, their contribution to such performance, and the procedure for organizing relevant activities;
- the existence/absence of key problems and weaknesses in the work of the Board of Directors and its Committees;
- the advantages/disadvantages of organizational and informational support for the work, planning of the work, and the practices of holding in-person and absentee meetings of the Board of Directors and its Committees;
- the advantages/disadvantages and the level of resolving conflicts of interest arising during the activities of the Board of Directors and its Committees;
- the results of analyzing internal documents, working materials of the Board of Directors, working materials of Committees of the Board of Directors, and other documents related to the work of the Board of Directors and its Committees

3) Review of the assessment results.

The assessment report including the results of individual assessment of members of the Board of Directors is reviewed at a meeting of the Nomination and Remuneration Committee of the Company's Board of Directors, where the Committee is to approve relevant recommendations to the Board of Directors.

Upon review, all materials are submitted to the Chairperson of the Board of Directors of the Company for review and making a decision on the procedure and timelines for their further review at a meeting of the Company's Board of Directors. Joint attendance is the preferred format of meetings. The format of meetings may be changed by resolution of the Chairperson of the Board of Directors / Chairperson of the Nomination and Remuneration Committee of the Board of Directors.

2.2. Assessment by an independent external consultant.

2.2.1. At least once every three years the Company may engage an external consultant to conduct an independent assessment of the performance of the Board of Directors and its Committees, if necessary.

2.2.2. The consultant is selected in accordance with Federal Law No. 223-FZ *On Procurement of Goods, Works, and Services by Certain Types of Legal Entities* dated July 18, 2011, and the Corporate Procurement Standard (Procurement Regulations), approved by

resolution of the Board of Directors.

2.2.3. The Consultant may evaluate the performance of the Board of Directors, and its members and Committees using its own methods that must be approved by the Company. The tools used by the consultant shall also be agreed upon with the Company and may include, but are not limited to:

1) questionnaire-based surveys and individual interviews with members of the Board of Directors and members of Committees of the Board of Directors;

2) analysis of the Company's internal documents and materials regarding the activities of the Board of Directors and its Committees.

3) overt observation of meetings of the Board of Directors and its Committees by independent observers and representatives of the external consultant.

2.2.4. The external consultant shall prepare a report on the assessment of the performance of the Board of Directors, and its members and Committees (the "Report"), which may include the following information on the assessment:

1) members and optimum structure of the Board of Directors and its Committees;

2) the balance of necessary competences within the Board of Directors and its Committees;

3) compliance by members of the Board of Directors with the independence criteria;

4) individual performance of members of the Board of Directors and members of Committees of the Board of Directors (their experience, activity level, diligence in discharging their responsibilities, and other criteria);

5) the activities and role of the Chairperson of the Board of Directors and chairpersons of the Board Committees;

6) the performance by the Board of Directors of its key functions: strategic development, risk management, internal control and audit, motivating and assessing the activities of governing bodies, and ensuring implementation and protection of shareholders' rights;

7) the role of the Committees of the Board of Directors in the performance of the key functions of the Board of Directors, their contribution to such performance, and the procedure for organizing relevant activities;

8) the existence/absence of key problems and weaknesses in the work of the Board of Directors and its Committees;

9) the advantages/disadvantages of organizational and informational support for the work, planning of the work, and the practices of holding in-person and absentee meetings of the Board of Directors and its Committees;

10) the advantages/disadvantages and the level of settling conflicts of interest arising during the activities of the Board of Directors and its Committees;

11) the results of analyzing internal documents, working materials of the Board of Directors, working materials of Committees of the Board of Directors, and other documents related to the work of the Board of Directors and its Committees

2.3. Disclosure of assessment information.

2.3.1. Information on the performance assessment of the Board of Directors and its Committees is disclosed in the Company's Annual Report, which is made available to the shareholders. Information on the performance assessment of the Board of Directors and its Committees disclosed in the Annual Report may include, *inter alia*, the following information:

1) the fact of the assessment, its types and timelines;

2) the procedure for selecting an external organization (in the case of an independent external assessment);

3) the assessment methodology, including the tools used;

4) the key results of the assessment and the fact of their review at a meeting of the Board of Directors;

5) improvements in the performance of the Board of Directors and its Committees as compared to the results of the previous assessment.

2.3.2. The questionnaires filled out by each member of the Board of Directors/Committees are not disclosed by the Company.

Annex 1. Tentative list of criteria for assessing the performance of the Board of Directors, and its Committees and members

ASSESSMENT CRITERIA	
1. Performance of key functions by the Board of Directors in governing the company	
1.1. Building and following up progress on the strategy	
1.1.1.	Reviewing matters related to the strategy implementation during the reporting period, and, if necessary, updating the strategy
1.1.2.	Reviewing the performance of target KPIs in the reporting period
1.1.3.	Approving the annual budget, annual investment plan, and other documents related to the strategy implementation during the reporting period
1.2. Ensuring the creation of the internal control system and risk management system and monitoring their performance	
1.2.1.	Reviewing the internal auditor's audit reports in the reporting period, which contain a list of drawbacks and recommended remedies
1.2.2.	Reviewing management reports on remedying the drawbacks in the internal control system identified in the internal auditor's reports
1.2.3.	Reviewing the report on risk management during the reporting period, including information on measures taken to manage key risks, their actual levels at the end of the reporting period as compared to targets, and the advisability of making changes to the list of such risks
1.2.4.	Verifying whether the Board of Directors has a clear understanding of the target and current levels of the Company's key operational risks, their interrelation with internal control principles, methods used by the management to manage such risks, and the sequence of the management's actions in response to the occurrence of the key risks.
1.2.5.	Reviewing matters related to interaction with the external auditor and assessment of the internal auditor's performance.
1.3. Assessment of top management's performance and implementation of an effective management motivation system	
1.3.1.	Carrying out annual performance assessment of members of the Company's governing bodies and other key managers against approved criteria
1.3.2.	The approved criteria for assessing the performance of members of governing bodies and other key managers used for assessing their bonuses ensure the best correlation between their performance and current, medium-term, and long-term performance of the Company
1.3.3.	The top management motivation system, as approved by the Board of Directors, is the best tool to ensure their focus on strategic goals and effective delivery on the Company's key projects.
1.3.4.	Ensuring an effective system to monitor and prevent potential conflicts of interest at the level of top management
1.3.5.	Reviewing the creation of a talent pool during the reporting period, particularly for filling key vacancies
1.4. Ensuring asset integrity	
1.4.1.	Verifying whether the Board of Directors is sufficiently competent regarding the approval of material transactions to ensure due control over the integrity of the Company's assets and protection of the shareholders' interests

1.4.2.	Reviewing matters related to the implementation of the procurement policy during the reporting period
1.4.3.	Reviewing the strategic matters related to the operations of major controlled organizations during the reporting period.
2. BoD members and structure	
2.1.	Optimal number of members of the Board of Directors
2.2.	Balanced proportion of executive, non-executive, and independent directors on the Board of Directors
2.3.	Balanced composition of the Board of Directors in terms of expertise, experience and competence of directors
2.4.	Role of independent directors
3. Organization of the Board of Directors' activities	
3.1. Organizational, legal, and informational support	
3.1.1.	Information support for members of the Board of Directors
3.1.2.	Organizational support of the Board of Directors' activities
3.1.3.	Interaction with the Chairperson of the Board of Directors
3.1.4.	Ensuring the interaction between members of the Board of Directors and Committees of the Board of Directors, governing bodies, and structural units of the Company
3.1.5.	Availability and quality of a work plan of the Board of Directors (matters reviewed, frequency, and form of meeting)
3.1.6.	Performance against the Board of Directors' work plan
3.1.7.	Attendance of meetings of the Board of Directors by its members
3.1.8.	Frequency and number of meetings of the Board of Directors
3.1.9.	Quality of materials submitted to members of the Board of Directors for meetings (completeness, structural definition, and layout)
3.1.10.	Timeliness and sufficiency of time for submission of materials to members of the Board of Directors for adequate preparation for the meetings
3.1.11.	Procedure of the Board of Directors' meetings (ratio of time allocated for reports and their discussion)
3.1.12.	Availability of conditions for full-fledged participation by members of the Board of Directors in meetings of the Board of Directors
3.2. Infrastructural support	
3.2.1.	Availability effective tools at the Company to prevent, detect, and settle conflicts of interest among members of the Board of Directors
3.2.2.	Existence of induction procedures for newly elected members of the Board of Directors
3.2.3.	Ability of the Board of Directors to engage external consultants (where necessary)
3.2.4.	Availability of a motivation (remuneration) system for members of the Board of Directors, adequate to the scale of the Company's operations, scope of functions performed by members of the Board of Directors and level of risks they take.
4. Chairperson of the Board of Directors	
4.1.	Ensuring effective organization of the Board of Directors' activities, as well as preparation and holding of meetings of the Board of Directors
4.2.	Ensuring professional relationships and effective communications among members of the Board of Directors and members of governing bodies
4.3.	Ensuring a constructive, open and trustful atmosphere at meetings of the Board of Directors

4.4.	Ensuring and encouraging discussion of controversial and contentious issues by members of the Board of Directors
5. Audit Committee	
5.1. Audit Committee members and operating arrangements	
5.1.1.	Quantitative and qualitative (competences) balance of the Audit Committee's composition
5.1.2.	Members sitting on the Audit Committee with knowledge and experience in preparation, analysis, assessment, and audit of accounting (financial) statements
5.1.3.	Availability of, and progress on, an approved work plan of the Audit Committee
5.1.4.	Frequency of the Audit Committee's meetings
5.2. Performance by the Audit Committee of its key functions	
5.2.1.	Performing accounting/financial reporting functions: <ul style="list-style-type: none"> – Consistent follow-up of financial statements for completeness, accuracy and reliability, analysis of material aspects of the Company's accounting policies. – Reviewing interim and annual financial statements, developing appropriate recommendations to the Board of Directors for their preliminary approval.
5.2.2.	Performing risk management and internal control functions: <ul style="list-style-type: none"> – Carrying out a performance assessment of the internal control and risk management system. – Analyzing and assessing performance against the risk management and internal control policy.
5.2.3.	Performing internal audit functions: <ul style="list-style-type: none"> – Reviewing the internal audit policy (internal audit regulations). – Reviewing the work plan of the internal audit function and information on progress on such plan. – Reviewing appointment (dismissal) of the head of the internal audit function and the amount of his or her remuneration. – Reviewing existing limitations of powers or budget for performing internal audit, which may negatively affect the performance of the internal audit function. – Assessing the performance of the internal audit function.
5.2.4.	Performing external audit functions: <ul style="list-style-type: none"> – Assessing independence, objectivity, and absence of conflicts of interests among the Company's external auditors, including assessing candidates for the Company's auditors, preparing proposals for appointment, re-election, and dismissal of the Company's external auditors, payment for their services, and terms of their engagement. – Overseeing the performance of external audit and assessing the quality of the audit and the auditors' reports. – Discussing the audit results with the external auditor, analyze the management's proposals for adjustments to financial statements, and submitting reports to the Board of Directors.
5.3. Interaction between the Audit Committee and the Board of Directors	
5.3.1.	Timeliness and quality (definition and structure) of the recommendations provided by the Audit Committee to the Board of Directors during the reporting period
5.3.2.	Decisions to be made by the Board of Directors on matters that shall be previewed by the Audit Committee in line with the recommendations of such Committee
5.3.3.	Review of the report on the performance of the Audit Committee at meetings of the Board of Directors

6. Nomination and Remuneration Committee	
6.1. Composition and organization of the Nomination and Remuneration Committee	
6.1.1.	Quantitative and qualitative (competences) balance of the Nomination and Remuneration Committee's composition
6.1.2.	Availability of, and progress on, an approved work plan of the Nomination and Remuneration Committee
6.1.3.	Frequency of the Nomination and Remuneration Committee's meetings
6.2. Performance by the Nomination and Remuneration Committee of its key functions	
6.2.1.	<p>Functions related to the remuneration policy:</p> <ul style="list-style-type: none"> – Development and periodical review of the Company's remuneration policy for members of the Board of Directors, governing bodies of the Company, and other key executives, including the development of parameters for short-term and long-term incentive programs for members of governing bodies; – overseeing the implementation and execution of the Company's remuneration policy and various incentive programs; – preliminary assessment of the performance of the Company's governing bodies and other key executives for the reporting year against the criteria outlined in the remuneration policy, as well as preliminary assessment of performance by such persons against targets set in the long-term incentive program; – preparing the terms and conditions for early termination of employment contracts with members of governing bodies and other key executives, including all financial obligations of the Company and conditions of their discharge; – developing recommendations for the Board of Directors on determining the amount of remuneration and principles of bonus payment to the Corporate Secretary, as well as performing a preliminary assessment of the Corporate Secretary's annual performance and preparing proposals for bonus payments to the Corporate Secretary; – overseeing the disclosure of information about the Company's remuneration policy and practices, and about share held by members of the Board of Directors, members of governing bodies, and other key executives in the Annual Report and on the Company's corporate website.
6.2.2.	<p>Functions regarding the HR policy:</p> <ul style="list-style-type: none"> – Analyzing the professional qualifications and independence of all candidates nominated to the Company's Board of Directors based on all information available to the Committee; preparing, and communicating to shareholders, recommendations with respect to voting on candidates to the Company's Board of Directors; – Conducting a detailed formalized annual assessment or external assessment of the Board of Directors and its Committees, preparing recommendations for the Board of Directors to improve procedures used by the Board of Directors and its Committees, and preparing a report on the results of such assessment or external assessment to be included in the Company's annual report – Determining the assessment methods and proposals for selecting independent consultants to assess the performance of the Board of Directors; – Preparing an induction program for newly elected members of the Board of Directors and following up its implementation; – Preparing recommendations for the Board of Directors regarding candidates to the position of Corporate Secretary of the Company; – Preparing recommendations for the Board of Directors regarding candidates to the positions of members of the Company's governing bodies and other key executives; – Regularly analyzing whether independent members of the Board of Directors meet the independence criteria and ensuring prompt disclosure of any factors that cause a director to cease to be independent

6.3. Interaction between the Nomination and Remuneration Committee and the Board of Directors	
6.3.1.	Timeliness and quality (definition and structure) of the recommendations provided by the Nomination and Remuneration Committee to the Board of Directors during the reporting period
6.3.2.	Decisions to be made by the Board of Directors on matters that shall be previewed by the Nomination and Remuneration Committee in line with the recommendations of such Committee
6.3.3.	Review of the report on the performance of the Nomination and Remuneration Committee at meetings of the Board of Directors
7. Strategy Committee	
7.1. Composition and organization of the Strategy Committee	
7.1.1.	Quantitative and qualitative (competences) balance of the Strategy Committee's composition
7.1.2.	Availability of, and progress on, an approved work plan of the Strategy Committee
7.1.3.	Frequency of the Strategy Committee's meetings
7.2. Performance by the Strategy Committee of its key functions	
7.2.1.	Review of the innovation development strategy and program
7.2.2.	Assessing the Company's strategy adequacy in terms of changing conditions and, if necessary, making adjustments thereto
7.2.3.	Assessing the Company's strengths and weaknesses
7.2.4.	Participating in the development of strategic KPIs
7.3. Interaction between the Strategy Committee and the Board of Directors	
7.3.1.	Timeliness and quality (definition and structure) of the recommendations provided by the Strategy Committee to the Board of Directors during the reporting period
7.3.2.	Decisions to be made by the Board of Directors on matters that shall be previewed by the Strategy and Development Committee in line with the recommendations of such Committee
7.3.3.	Review of the report on the performance of the Strategy and Development Committee at meetings of the Board of Directors
8. Grid Connection Committee	
8.1. Composition and organization of the Grid Connection Committee	
8.1.1.	Quantitative and qualitative (competences) balance of the Grid Connection Committee's composition
8.1.2.	Availability of, and progress on, an approved work plan of the Grid Connection Committee
8.1.3.	Frequency of the Grid Connection Committee's meetings
8.2. Performance by the Grid Connection Committee of its key functions	
8.2.1.	Preparing proposals on improvements to the anti-trust legislative framework and on ensuring non-discriminatory access to grid connection services by consumers
8.2.2.	Preparing proposals on improvements to the Company's internal regulations and standards on ensuring non-discriminatory access to grid connection services by consumers
8.2.3.	Developing the principles and criteria for assessing the effectiveness of the Company's grid connection services
8.2.4.	Assessing the effectiveness of the Company's grid connection services
8.2.5.	Assessing the effectiveness of the Company's efforts to improve its grid development planning
8.2.6.	Analyzing the current situation across the Company and preparing proposals for the Company's Board of Directors regarding grid connection and future grid development

8.3. Interaction between the Grid Connection Committee and the Board of Directors	
8.3.1.	Timeliness and quality (definition and structure) of the recommendations provided by the Grid Connection Committee to the Board of Directors during the reporting period
8.3.2.	Decisions to be made by the Board of Directors on matters that shall be previewed by the Grid Connection Committee in line with the recommendations of such Committee
8.3.3.	Review of the report on the performance of the Grid Connection at meetings of the Board of Directors.
9. Reliability Committee	
9.1. Composition and organization of the Reliability Committee	
9.1.1.	Quantitative and qualitative (competences) balance of the Reliability Committee's composition
9.1.2.	Availability of, and progress on, an approved work plan of the Reliability Committee
9.1.3.	Frequency of the Reliability Committee's meetings
9.2. Performance by the Reliability Committee of its key functions	
9.2.1.	Performing expert appraisal of production programs, plans for retrofitting, reconstruction, new construction, and repair of grid facilities, analyzing their development and implementation in terms of ensuring the requirements for reliability of their operation and technical condition;
9.2.2.	Assessing the completeness and sufficiency of the investigation of accidents in line with the Rules for Investigation of the Causes of Accidents in the Electricity Industry (approved by Resolution of the Russian Government No. 846, dated October 28, 2009), and following up their implementation;
9.2.3.	Performing expert appraisal of the quality of investigations into causes of technological failures (accidents);
9.2.4.	Performing expert appraisal of the Company's emergency response (ensuring readiness, organizing and performing emergency repair of grid facilities);
9.2.5.	Monitoring and assessing the performance of the Company's technical services for reliable operation of electric grids and in-process safety;
9.2.6.	Performing expert appraisal of the internal technical control system at the Company
9.2.7.	Performing expert appraisal of the occupational safety management system at the Company
9.2.8.	Performing expert appraisal of the environmental policy implementation program
9.2.9.	Performing expert appraisal of the fire and industrial safety system
9.3. Interaction between the Reliability Committee and the Board of Directors	
9.3.1.	Timeliness and quality (definition and structure) of the recommendations provided by the Reliability Committee to the Board of Directors during the reporting period
9.3.2.	Decisions to be made by the Board of Directors on matters that shall be previewed by the Reliability Committee in line with the recommendations of such Committee
9.3.3.	Review of the report on the performance of the Reliability at meetings of the Board of Directors
10. Individual assessment of members of the Board of Directors	
10.1.	Level of preparedness for the meetings
10.2.	Active position in discussing matters during the meetings
10.3.	A clear and substantiated opinion on matters on the agenda of the meetings
10.4.	Ability to critically analyze information provided by the management
10.5.	Ability to work in a team; communication skills
10.6.	Independence and firmness in asserting their position on agenda matters
10.7.	Ability to contribute to the Board of Directors' work in a professional manner

QUESTIONNAIRE TO ASSESS THE PERFORMANCE OF THE BOARD OF DIRECTORS OF “ROSSETI LENENERGO”, PJSC, IN THE REPORTING YEAR

Procedure for filling out the questionnaire: A member of the Board of Directors of “Rosseti Lenenergo”, PJSC, should choose a score for a statement provided in the *Criteria and Metrics* column on a five-point scale and mark the selected option in the *Score* column. If there are recommendations to improve the performance of the Board of Directors, the relevant member of the Board of Directors should complete the *Suggestions and Comments* column for the relevant metric.

Assessment scores (5 points):

5 points: True

4 points: Rather true than false

3 points: True

2 points: Rather false

1 point: False

Abbreviations and terms:

Company: “Rosseti Lenenergo”, PJSC

BoD: Board of Directors

COB: Chair (Chairperson) of the Board of Directors

IA: Internal Audit (as function/team)

No.	CRITERIA AND ASPECTS	SCORE					SUGGESTIONS AND COMMENTS
		1	2	3	4	5	
1.	Performance of BoD key functions in governing the Company						
1.1.	Formulating and following up progress on the development strategy						
1.1.1.	Over the period surveyed, the BoD reviewed matters related to strategy implementation						
1.1.2.	Over the period surveyed, the BoD reviewed performance versus KPI targets						
1.1.3.	Over the period surveyed, the BoD timely approved the annual budget, annual investment plan, and other documents related to the strategy implementation						
1.2.	Ensuring that internal control system and risk management system are in place and are effective						
1.2.1.	Over the period surveyed, the BoD reviewed the IA’s reports on the results of audits						
1.2.2.	Over the period surveyed, the BoD reviewed management reports on the performance of the internal control system						

1.2.3.	Over the period surveyed, the BoD reviewed management reports on the performance of the risk management system						
1.2.4.	Members of the BoD have a sufficiently clear and complete understanding of the Company's key operational risks, their target and current levels, methods used by the management to manage such risks, and the sequence of the management's actions in response to the occurrence of the key risks.						
1.3.	Assessment of top management's performance and implementation of an effective management motivation system						
1.3.1.	The top management motivation system, as approved by the BoD, is the best tool to ensure their focus on strategic goals and effective delivery on the Company's key projects.						
1.3.2.	The criteria approved by the BoD for assessing the performance of members of governing bodies and other key managers used for assessing their bonuses ensure the best correlation between their performance and the Company's approved strategy, as well as the current, medium-term, and long-term performance of the Company.						
1.3.3.	During the reporting period, the BoD assessed the performance of members of governing bodies and other key managers based on their KPI performance report.						
1.3.4.	The BoD ensures the operation of an effective system at the Company to monitor and prevent potential conflicts of interest at the level of top management, and is confident of the effectiveness of such system ² .						
1.3.5.	Over the period surveyed, the BoD addressed creation of a talent pool as possible executive job candidates executive vacancies at the Company.						

² A comprehensive system to manage conflicts of interest should include a procedure for governing bodies to disclose information on conflicts of interest, inform the Board of Directors on the existence of a relevant conflict, as well as a procedure for members of governing bodies to make decisions when a conflict of interest exists (transactions, remuneration), and a prohibition of certain actions.

1.4.	Maintaining integrity of assets						
1.4.1.	The scope of the BoD authority concerning major transactions approval is adequate for keeping proper control of assets to maintain their integrity and concerning protection of shareholder interests, and does not need to be expanded.						
1.4.2.	The BoD has successfully approved and caused the Company to have internal regulations for procurement and bidding approved by the Board of Directors, which regulates competitive procurement.						
1.4.3.	During the reporting period, the BoD reviewed the most important matters related to the operations of its major controlled organizations with a reasonable frequency and depth.						
2.	BoD members and structure						
2.1.	The number of members sitting on the BoD is optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
2.2.	The BoD structure (the proportion of executive, non-executive, and independent members of the BoD) is balanced and optimal for the effective performance of the BoD and for the ongoing needs of the Company						
2.3.	The BoD composition in terms of the proportion of knowledge, experience, and competence of its members is balanced and optimal for the effective performance of the BoD and for the ongoing needs of the Company						
2.4.	Independent directors sitting on the incumbent BoD are fully capable of making objective and independent judgments, especially on controversial issues, and defend their standpoint when necessary						
2.5.	Independent directors sitting on the incumbent BoD actively participate in, encourage, and provide a meaningful positive contribution to, the discussion seeking to find an optimal solution						
3.	BoD operating arrangements						
3.1.	Organizational, legal, and information support						
3.1.1.	BoD members have timely access to proper information support with sufficient level of quality and with all aspects covered.						
3.1.2.	BoD members have access to proper organizational support.						

3.1.3.	BoD members can properly interact and work together with BoD Committees, governing bodies and Company units.						
3.1.4.	BoD members can properly interact and work together with the Chairperson						
3.1.5.	Interaction with BoD members contributes to effective performance of the functions by BoD members						
3.1.6.	The approved work plan of the BoD covers all key matters lying with the BoD's remit, is sufficiently detailed, and evenly distributes meetings of the BoD over the year						
3.1.7.	The BoD strictly follows its work plan						
3.1.8.	BoD members frequently attend BoD meetings						
3.1.9.	Meetings of the BoD are held sufficiently frequently to address matters related to ensuring effective governance of the Company						
3.1.10.	Over the period surveyed, the ratio of the number of the BoD meetings held in-person and in absentia was optimal						
3.1.11.	Over the period surveyed, the key matters related to the Company's operations were reviewed at the BoD meetings held in-person.						
3.1.12.	Over the period surveyed, the level of preparedness of the BoD members for its meetings ensured strong performance of the BoD						
3.1.13.	Materials provided to members of the BoD for its meetings are comprehensive, well-structured, and well-visualized						
3.1.14.	The approved deadlines for submitting materials to members of the BoD are observed and are sufficient for proper preparation for the meetings						
3.1.15.	Reports prepared on agenda items are of high quality						
3.1.16.	The rules for holding meetings of the BoD (proportion of time allocated for reports and their discussion, the sequence of discussion items, the overall duration of meetings, etc.) and a supportive environment at meetings of the BoD facilitate a sufficiently detailed analysis of agenda items at BoD meetings and help the BoD to make balanced decisions						
3.1.17.	BoD members are satisfied with the quality and submittal time of additional materials on agenda items requested by them						

3.2.	Infrastructural support						
3.2.1.	The Company has effective tools for preventing, identifying, and managing conflicts of interest of the BoD members ³						
3.2.2.	The BoD has sufficient capabilities to engage external experts at the expense of the Company to assist in the activities of the Board of Directors and its committees						
3.2.3.	The Company has proper induction practices for the newly elected BoD members						
3.2.4.	The motivation (remuneration) system for BoD members is adequate to the scale of the Company's operations, the scope of functions performed by BoD members, and the level of risks taken by them						
3.3.	Interaction between the BoD and the Company management						
3.3.1.	Over the period surveyed, the BoD regularly reviewed the management's reports on implementation of assignments and BoD resolutions						
3.3.2.	BoD members have sufficient opportunities for having contacts and receiving information from the executive management between BoD meetings						
3.4.	Interaction between the BoD and its Committees						
3.4.1.	The number and specialization of existing BoD Committees are optimal in terms of performing their functions to support the BoD activities on all key matters, with no changes required						
3.4.2.	The composition and structure of each Committee in terms of the number of members and their qualifications are balanced and optimal for the effective operation of the relevant Committee						
3.4.3.	Over the period surveyed, the recommendations submitted to the BoD by the Audit Committee were elaborated and well structured, and contributed to prompt and informed decision-making on the relevant matters.						
3.4.4.	Over the period surveyed, decisions on matters that require a preview by the Audit Committee were made by the BoD in line with the recommendations of the Committee.						

3.4.5.	Over the period surveyed, the recommendations submitted to the BoD by the Nomination and Remuneration Committee were elaborated and well structured, and contributed to prompt and informed decision-making on the relevant matters.						
3.4.6.	Over the period surveyed, decisions on matters that require a preview by the Nomination and Remuneration Committee were made by the BoD in line with the recommendations of the Committee.						
3.4.7.	Over the period surveyed, the recommendations submitted to the BoD by the Strategy and Development Committee were elaborated and well structured, and contributed to prompt and informed decision-making on the relevant matters						
3.4.8.	Over the period surveyed, decisions on matters that require a preview by the Strategy and Development Committee were made by the Board of Directors in line with the recommendations of the Committee						
3.4.9.	Over the period surveyed, the recommendations submitted to the Board of Directors by the Grid Connection Committee were elaborated and well structured, and contributed to prompt and informed decision-making regarding matters in question						
3.4.10.	Over the period surveyed, decisions on matters that require a preview by the Grid Connection Committee were made by the Board of Directors in line with the recommendations of the Committee						
3.4.11.	Over the period surveyed, the recommendations submitted to the Board of Directors by the Reliability Committee were elaborated and well structured, and contributed to prompt and informed decision-making on the relevant matters						
3.4.12.	Over the period surveyed, decisions on matters that require a preview by the Reliability Committee were made by the Board of Directors in line with the recommendations of the Committee						
3.4.13.	The Board of Directors reviews performance reports of each Committee						

³ A comprehensive system for managing conflicts of interest should include a procedure for members of the Board of Directors to disclose information about conflicts of interest, inform the Board of Directors about the existence of a relevant conflict, a procedure for members of the Board of Directors to make decisions when a conflict of interest exists, and a prohibition of certain actions.

4.	Chairperson of the Board of Directors						
4.1.	The COB shall ensure effective organization of the BoD's preparation and holding of meetings of the Board of Directors						
4.2.	The COB shall ensure professional and personal interaction among BoD members, and promote effective communication of the BoD with the governing bodies						
4.3.	The COB shall ensure a constructive, open, and trustful atmosphere during the discussions at the Board of Directors' meetings						
4.4.	The Chairperson of the Board of Directors shall ensure and encourage discussion of controversial and contentious issues by members of the Board of Directors						

**QUESTIONNAIRE TO ASSESS THE PERFORMANCE OF
THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS
OF “ROSSETI LENENERGO”, PJSC**

Procedure for filling out the questionnaire: A member of the Audit Committee of the Board of Directors of “Rosseti Lenenergo”, PJSC, should choose a score for a statement provided in the *Criteria and Metrics* column on a five-point scale and mark the selected option in the *Score* column.

If there are recommendations to improve the performance of the Audit Committee, the relevant member of the Committee should complete the *Suggestions and Comments* column for the relevant metric.

Five-point assessment scale:

- 5 points** – the statement is fully true
- 4 points** – rather true than false
- 3 points** – partially true
- 2 points** – rather false
- 1 point** - false

Abbreviations and terms:

Company: “Rosseti Lenenergo”, PJSC

BoD: Board of Directors

Committee: Audit Committee of the Board of Directors

No.	CRITERIA AND METRICS	ASSESSMENT SCORE					SUGGESTIONS AND COMMENTS
		1	2	3	4	5	
1.	The number of members sitting on the Committee is optimal for the effective performance of the BoD and for the ongoing needs of the Company						
2.	The Committee’s structure (the proportion of executive, non-executive, and independent members of the BoD) is balanced and optimal for the effective performance of the BoD and for the ongoing needs of the Company						
3.	The Committee’s composition in terms of the proportion of knowledge, experience, and competence of its members is balanced and optimal for the effective performance of the BoD and for the ongoing needs of the Company						
4.	Internal documents of the Company clearly and fully regulate matters within the Committee’s remit and do not require updates						
5.	The approved work plan of the Committee covers all key matters lying with the Committee’s remit, is sufficiently detailed, and evenly distributes meetings of the Committee over the year						

6.	Over the period surveyed, the Committee's meetings were held regularly enough and the number of in-person versus absentee meetings was balanced in the best way						
7.	The level of preparedness of the Committee's members for its meetings ensures strong performance of the Committee						
8.	The rules for holding meetings of the Committee (proportion of time allocated for reports and their discussion, the sequence of discussion items, the overall duration of meetings, etc.) and a supportive environment at meetings of the Committee facilitate a sufficiently detailed analysis of agenda items at meetings and help to maximize the value and workability of recommendations to the BoD						
9.	Materials provided to members of the Committee for its meetings are comprehensive, well-structured, and well-visualized						
10.	The approved deadlines for submitting materials to members of the Committee are observed and are sufficient for proper preparation for the meetings						
11.	Reports prepared on agenda items are of high quality						
12.	Over the period surveyed, the Committee reviewed matters related to the supervision of accounting (financial) statements of the Company in sufficient detail						
13.	Over the period surveyed, the Committee reviewed matters related to the supervision of reliability and effectiveness of internal control, risk management, and corporate governance systems in sufficient detail						
14.	Over the period surveyed, the Committee reviewed matters related to ensuring independence and objectivity of the internal audit function and interaction with the internal audit function in sufficient detail						
15.	Over the period surveyed, the Committee reviewed matters related to the supervision of external audit and selection of an external auditor in sufficient detail						

16.	Over the period surveyed, the Committee reviewed matters related to the supervision of reliability and effectiveness of internal control, risk management, and corporate governance systems in sufficient detail						
17.	Members of the Committee are satisfied with the quality and submittal time of additional materials on agenda items requested by them						
18.	Recommendations prepared by the Committee for the Board of Directors in the reporting period were elaborate and well-structured						
19.	Over the period surveyed, decisions on matters that require a preview by the Committee were made by the BoD in line with the recommendations of the Committee						
20.	The Committee has successfully handled all tasks set for the reporting period						
21.	The BoD Chairperson enables effective organization of the BoD activities, preparation and holding of meetings of the Committee, and the Committee's interaction with the BoD						
22.	The Secretary of the Committee provides informational, document management, and organizational support for the Committee and its members at the proper level (of high quality, in full, and in time)						

QUESTIONNAIRE TO ASSESS THE PERFORMANCE OF THE NOMINATION AND REMUNERATION COMMITTEE OF THE BOARD OF DIRECTORS OF “ROSSETI LENENERGO”, PJSC

Procedure for filling out the questionnaire: A member of the Nomination and Remuneration Committee of the Board of Directors of “Rosseti Lenenergo”, PJSC, should choose a score for a statement provided in the *Criteria and Metrics* column on a five-point scale and mark the selected option in the *Score* column. If there are recommendations to improve the performance of the Nomination and Remuneration Committee, the relevant member of the Committee should complete the *Suggestions and Comments* column for the relevant metric.

Five-point assessment scale:

- 5 points** – the statement is fully true
- 4 points** – rather true than false
- 3 points** – partially true
- 2 points** – rather false
- 1 point** – false

Abbreviations:

“Rosseti Lenenergo”, PJSC – the Company;
 Board of Directors – BoD;
 Audit Committee of the Board of Directors – Committee

No.	CRITERIA AND METRICS	ASSESSMENT SCORE					SUGGESTIONS AND COMMENTS
		1	2	3	4	5	
1.	The number of members sitting on the Committee is optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
2.	The Committee’s structure (the proportion of executive, non-executive, and independent members of the Board of Directors) is balanced and optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
3.	The Committee’s composition in terms of the proportion of knowledge, experience, and competence of its members is balanced and optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
4.	Internal documents of the Company clearly and fully regulate matters within the Committee’s remit and do not require updates						
5.	The approved work plan of the Committee covers all key matters lying with the Committee’s remit, is sufficiently detailed, and evenly distributes meetings of the Committee over the year						

6.	Over the period surveyed, the Committee's meetings were held regularly enough and the number of in-person versus absentee meetings was balanced in the best way						
7.	The level of preparedness of the Committee's members for its meetings ensures strong performance of the Committee						
8.	The rules for holding meetings of the Committee (proportion of time allocated for reports and their discussion, the sequence of discussion items, the overall duration of meetings, etc.) and a supportive environment at meetings of the Committee facilitate a sufficiently detailed analysis of agenda items at meetings and help to maximize the value and workability of recommendations to the Board of Directors						
9.	Materials provided to members of the Committee for its meetings are comprehensive, well-structured, and well-visualized						
10.	The approved deadlines for submitting materials to members of the Committee are observed and are sufficient for proper preparation for the meetings						
11.	Reports prepared on agenda items are of high quality						
12.	Over the period surveyed, the Committee reviewed matters related to the remuneration policy (motivation system) for members of governing bodies in sufficient detail						
13.	Over the period surveyed, the Committee reviewed matters related to the HR policy with respect to members of the Board of Directors in sufficient detail (preparing the criteria for selecting candidates to the Board of Directors, independence assessment, performance assessment of the Board of Directors and its members, etc.)						
14.	Over the period surveyed, the Committee reviewed matters related to the personnel management (talent pool) policy for members of governing bodies in sufficient detail						

15.	Members of the Committee are satisfied with the quality and submittal time of additional materials on agenda items requested by them						
16.	Recommendations prepared by the Committee for the Board of Directors in the reporting period were elaborate and well-structured						
17.	Over the period surveyed, decisions on matters that require a preview by the Committee were made by the Board of Directors in line with the recommendations of the Committee						
18.	The Committee has successfully handled all tasks set for the reporting period						
19.	The Chairperson of the Board of Directors ensures effective organization of the activities of the Board of Directors, preparation and holding of meetings of the Committee, and the Committee's interaction with the Board of Directors						
20.	The Secretary of the Committee provides informational, document management, and organizational support for the Committee and its members at the proper level (of high quality, in full, and in time)						

**QUESTIONNAIRE TO ASSESS THE PERFORMANCE OF THE STRATEGY COMMITTEE
OF THE BOARD OF DIRECTORS OF “ROSSETI LENENERGO”, PJSC**

Procedure for filling out the questionnaire: A member of the Strategy Committee of the Board of Directors of “Rosseti Lenenergo”, PJSC, should choose a score for a statement provided in the *Criteria and Metrics* column on a five-point scale and mark the selected option in the *Score* column.

If there are recommendations to improve the performance of the Strategy Committee, the relevant member of the Committee should complete the *Suggestions and Comments* column for the relevant metric.

Five-point assessment scale:

5 points – the statement is fully true

4 points – rather true than false

3 points – partially true

2 points – rather false

1 point - false

Abbreviations:

“Rosseti Lenenergo”, PJSC – the Company;

Board of Directors – BoD;

The Strategy and Development Committee of the Board of Directors – Committee;

Key Performance Indicators – KPIs

No.	CRITERIA AND METRICS	ASSESSMENT SCORE					SUGGESTIONS AND COMMENTS
		1	2	3	4	5	
1.	The number of members sitting on the Committee is optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
2.	The Committee’s structure (the proportion of executive, non-executive, and independent members of the Board of Directors) is balanced and optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
3.	The Committee’s composition in terms of the proportion of knowledge, experience, and competence of its members is balanced and optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
4.	Internal documents of the Company clearly and fully regulate matters within the Committee’s remit and do not require updates						
5.	The approved work plan of the Committee covers all key matters lying with the Committee’s remit, is sufficiently detailed, and evenly distributes meetings of the Committee over the year						
6.	Over the period surveyed, the Committee’s meetings were held regularly enough and the number of in-person versus absentee meetings was balanced in the best way						

7.	The level of preparedness of the Committee's members for its meetings ensures strong performance of the Committee						
8.	The rules for holding meetings of the Committee (proportion of time allocated for reports and their discussion, the sequence of discussion items, the overall duration of meetings, etc.) and a supportive environment at meetings of the Committee facilitate a sufficiently detailed analysis of agenda items at meetings and help to maximize the value and workability of recommendations prepared for the Board of Directors						
9.	Materials provided to members of the Committee for its meetings are comprehensive, well-structured, and well-visualized						
10.	The approved deadlines for submitting materials to members of the Committee are observed and are sufficient for proper preparation for the meetings						
11.	Reports prepared on agenda items are of high quality						
12.	Over the period surveyed, the Committee reviewed matters related to the implementation of the Company's strategy (action plan, implementation criteria and interim benchmarks, strategy update, strategic risk analysis, etc.) in sufficient detail						
13.	Over the period surveyed, the Committee considered matters related to preliminary approval of decisions on transactions in sufficient detail						
14.	Over the period surveyed, the Committee reviewed matters related to the creation and update of the KPIs system for the Company's CEO in sufficient detail						
15.	In the reported period, the Committee reviewed matters related to the development of the Company's business plan and relevant progress reports in sufficient detail						

16.	Members of the Committee are satisfied with the quality and submittal time of additional materials on agenda items requested by them						
17.	Recommendations prepared by the Committee for the Board of Directors in the reporting period were elaborate and well-structured						
18.	Over the period surveyed, decisions on matters that require a preview by the Committee were made by the Board of Directors in line with the recommendations of the Committee						
19.	The Committee has successfully handled all tasks set for the reporting period						
20.	The Chairperson of the Board of Directors ensures effective organization of the activities of the Board of Directors, preparation and holding of meetings of the Committee, and the Committee's interaction with the Board of Directors						
21.	The Secretary of the Committee provides informational, document management, and organizational support for the Committee and its members at the proper level (of high quality, in full, and in time)						

**QUESTIONNAIRE TO ASSESS THE PERFORMANCE OF THE RELIABILITY
COMMITTEE OF THE BOARD OF DIRECTORS OF “ROSSETI
LENENERGO”, PJSC**

Procedure for filling out the questionnaire: A member of the Reliability Committee of the Board of Directors of “Rosseti Lenenergo”, PJSC, should choose a score for a statement provided in the *Criteria and Metrics* column on a five-point scale and mark the selected option in the *Score* column.

If there are recommendations to improve the performance of the Reliability Committee, the relevant member of the Committee should complete the *Suggestions and Comments* column for the relevant metric.

Five-point assessment scale:

5 points – the statement is fully true

4 points – rather true than false

3 points – partially true

2 points – rather false

1 point - false

Abbreviations:

“Rosseti Lenenergo”, PJSC – the Company;

Board of Directors – BoD;

Reliability Committee of the Board of Directors - the Committee

No.	CRITERIA AND METRICS	ASSESSMENT SCORE					SUGGESTIONS AND COMMENTS
		1	2	3	4	5	
1.	The number of members sitting on the Committee is optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
2.	The Committee’s structure (the proportion of executive, non-executive, and independent members of the Board of Directors) is balanced and optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
3.	The Committee’s composition in terms of the proportion of knowledge, experience, and competence of its members is balanced and optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
4.	Internal documents of the Company clearly and fully regulate matters within the Committee’s remit and do not require updates						
5.	The approved work plan of the Committee covers all key matters lying with the Committee’s remit, is sufficiently detailed, and evenly distributes meetings of the Committee over the year						

6.	Over the period surveyed, the Committee's meetings were held regularly enough and the number of in-person versus absentee meetings was balanced in the best way						
7.	The level of preparedness of the Committee's members for its meetings ensures strong performance of the Committee						
8.	The rules for holding meetings of the Committee (proportion of time allocated for reports and their discussion, the sequence of discussion items, the overall duration of meetings, etc.) and a supportive environment at meetings of the Committee facilitate a sufficiently detailed analysis of agenda items at meetings and help to maximize the value and workability of recommendations prepared for the BoD						
9.	Materials provided to members of the Committee for its meetings are comprehensive, well-structured, and well-visualized						
10.	The approved deadlines for submitting materials to members of the Committee are observed and are sufficient for proper preparation for the meetings						
11.	Reports prepared on agenda items are of high quality						

12.	<p>Over the period surveyed, the Committee reviewed matters related to the analysis of operations in sufficient detail, specifically with regard to the assessment of:</p> <ul style="list-style-type: none"> - the results of the previous period and assessment of the Company's preparedness to operate during the forthcoming autumn/winter and other special periods (that typically feature floods, fires, thunderstorms, etc.) - implementation of production programs, targeted reliability-enhancement programs, and plans for retrofitting, reconstruction, new construction, and repair of the Company's grid facilities; - organization of an occupational safety management system; - organization of an internal technical control system; - the level of maintenance at power facilities; - implementation of environmental safety programs; - organization of emergency process and situational management; - implementation of emergency and recovery activities; - quality of investigation of causes of technological failures (accidents) and development of preventive measures to avoid recurrence of similar events; 						
	<ul style="list-style-type: none"> - implementation of instructions issued by controlling and inspecting authorities and organizations. 						
13.	<p>Over the period surveyed, the Committee reviewed matters related to the assessment of the quality of planning and analysis of renovation at the Company's power facilities in sufficient detail</p>						
14.	<p>Over the period surveyed, the Committee reviewed matters related to the assessment of the performance of technical services of the Company and its branches, as well as their managers, in sufficient detail</p>						

15.	Over the period surveyed, the Committee reviewed proposals for the reorganization of the Company's governance system (changes in the number of governance levels, establishment / removal / regrouping of production units or electric grid districts) in sufficient detail						
16.	Members of the Committee are satisfied with the quality and submittal time of additional materials on agenda items requested by them						
17.	Recommendations prepared by the Committee for the Board of Directors in the reporting period were elaborate and well-structured						
18.	Over the period surveyed, decisions on matters that require a preview by the Committee were made by the Board of Directors in line with the recommendations of the Committee						
19.	The Committee has successfully handled all tasks set for the reporting period						
20.	The Chairperson of the Board of Directors ensures effective organization of the activities of the Board of Directors, preparation and holding of meetings of the Committee, and the Committee's interaction with the Board of Directors						
21.	The Secretary of the Committee provides informational, document management, and organizational support for the Committee and its members at the proper level (of high quality, in full, and in time)						

“ROSSETI LENENERGO”, PJSC

**QUESTIONNAIRE TO ASSESS THE PERFORMANCE OF THE GRID
CONNECTOIN COMMITTEE OF THE BOARD OF DIRECTORS**

How to complete the questionnaire:

The Grid Connection Committee members should choose a score for a statement contained in the *Criteria and Aspects* column on a five-point scale and mark the selected option in the *Score* column. If there are recommendations to improve the performance of the Reliability Committee, the relevant member of the Committee should complete the *Suggestions and Comments* column for the relevant metric.

Five-point assessment scale:

- 5 points** – the statement is fully true
- 4 points** – rather true than false
- 3 points** – partially true
- 2 points** – rather false
- 1 point** - false

Abbreviations:

“Rosseti Lenenergo”, PJSC – the Company;

Board of Directors – BoD;

The Grid Connection Committee of the Board of Directors – Committee

No.	CRITERIA AND ASPECTS	ASSESSMENT SCORE					SUGGESTIONS AND COMMENTS
		1	2	3	4	5	
1.	The number of members sitting on the Committee is optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
2.	The Committee’s structure (the proportion of executive, non-executive, and independent members of the Board of Directors) is balanced and optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
3.	The Committee’s composition in terms of the proportion of knowledge, experience, and competence of its members is balanced and optimal for the effective performance of the Board of Directors and for the ongoing needs of the Company						
4.	Internal documents of the Company clearly and fully regulate matters within the Committee’s remit and do not require updates						
5.	The approved work plan of the Committee covers all key matters lying with the Committee’s remit, is sufficiently detailed, and evenly distributes meetings of the Committee over the year						
6.	Over the period surveyed, the Committee’s meetings were held regularly enough and the number of in-person versus absentee meetings was balanced in the best way						
7.	The level of preparedness of the Committee’s members for its meetings ensures strong performance of the Committee						

8.	The rules for holding meetings of the Committee (proportion of time allocated for reports and their discussion, the sequence of discussion items, the overall duration of meetings, etc.) and a supportive environment at meetings of the Committee facilitate a sufficiently detailed analysis of agenda items at meetings and help to maximize the value and actionability of recommendations prepared for the BoD						
9.	Materials provided to members of the Committee for its meetings are comprehensive, well-structured, and well-visualized						
10.	The approved deadlines for submitting materials to members of the Committee are observed and are sufficient for proper preparation for the meetings						
11.	Reports prepared on agenda items are of high quality						
12.	Over the period surveyed, the Committee reviewed matters related to the monitoring of the Company's activities regarding grid connection of consumers in sufficient detail, including contract management and the overall connection statistics across individual groups of consumers						
13.	Over the period surveyed, the Committee reviewed matters related to procedure improvements, increase in transparency and acceleration of grid connection of consumers in sufficient detail						
14.	Over the period surveyed, the Committee reviewed matters related to handling key complaints and applications for grid connection addressed to the Company in sufficient detail						
15.	Over the period surveyed, the Committee reviewed matters related to assistance in the prevention and termination of abuse with regard to grid connection						
16.	Over the period surveyed, the Committee reviewed matters related to the development of proposals on key metrics that affect the efficiency of grid connection and non-discriminatory access to grid connection services by consumers in sufficient detail						
17.	Over the period surveyed, the Committee reviewed matters related to the analysis of the Company's activities as part of federal target programs in sufficient detail						

18.	Over the period surveyed, the Committee reviewed matters related to engagements with consumers and improvements to mechanisms applied for handling applications received from consumers						
19.	Over the period surveyed, the Committee reviewed matters related to the analysis of the Company's activities and preparation of proposals on improvements to the quality of power grid development planning in sufficient detail						
20.	Over the period surveyed, the Committee reviewed matters concerning improving the grid connection regulatory framework						
21.	Members of the Committee are satisfied with the quality and submittal time of additional materials on agenda items requested by them						
22.	Recommendations prepared by the Committee for the Board of Directors in the reporting period were elaborate and well-structured						
23.	Over the period surveyed, decisions on matters that require a preview by the Committee were made by the Board of Directors in line with the recommendations of the Committee						
24.	The Committee has successfully handled all tasks set for the reporting period						
25.	The Chairperson of the Board of Directors ensures effective organization of the activities of the Board of Directors, preparation and holding of meetings of the Committee, and the Committee's interaction with the Board of Directors						
26.	The Secretary of the Committee provides informational, document management, and organizational support for the Committee and its members at the proper level (of high quality, in full, and in time)						

**“ROSSETI LENENERGO”, PJSC
QUESTIONNAIRE FOR ASSESSING INDIVIDUAL PERFORMANCE
OF MEMBERS OF THE BOARD OF DIRECTORS**

How to complete the Questionnaire

Members of the Board of Directors should choose the score that they would give to all other members of the Board of Directors: 5 (excellent), 4 (good), 3 (good enough), 2 (poor), 1 (very poor).

Abbreviations:

BoD: Board of Directors

No.	Aspect	Member's full name	Member's full name	Member's full name
1	Has a firm and insightful opinion at BoD or committee meetings			
2	Offers well-thought-out and frank opinions on matters discussed at BoD meetings			
3	Arrives to Board meetings well prepared, and so can offer opinions regarding agenda items and be very instrumental in making decisions			
4	Ready to go all the way to defend his or her standpoint if he or she is convinced that they are right			
5	Has valuable experience and knowledge, and is very instrumental in enabling the BoD to carry out its functions.			
6	Requests more information when needed and refrains from voting when he/she does not have sufficient understanding of the matter put to a vote.			
7	His/her judgments are not influenced by the shareholder's standpoint, and he/she makes balanced decisions.			
8	Open to other BoD members' proposals and his/her judgment consistent and reasonable			

9	Enables critical thinking and productive discussion.			
10	Quickly understands aspects of matters discussed.			
11	Is decisive, proactive and knows how to follow through			
12	Has good knowledge of matters he/she needs to review and decide on.			
13	Uses other corporate sources of information and shares information with other BoD members.			
14	Encourages other BoD members to be instrumental in the BoD and its committees' activities.			
15	Suggests new ideas, topics, and matters for discussion			
16	Makes sure the BoD action plans are realistic			
17	Provides guidance for the Company's management			
18	Can effectively resolve conflicts			
19	Knows how to convince his or her opponents			
20	Seeks information from other BoD members and listens to their opinions			
21	Knows how to prevent conflicts and helps other BoD members find productive and workable ways to resolve disputes			
22	Is very instrumental in decision making			
23	Is willing to have two way discussion with other BoD members and the management.			
24	Has a firm and insightful opinion at BoD or committee meetings			
25	Offers well-thought-out and frank opinions on matters discussed at BoD meetings			

26	Arrives to Board meetings well prepared, and so can offer opinions regarding agenda items and be very instrumental in making decisions			
27	Ready to go all the way to defend his or her standpoint if he or she is convinced that they are right			
28	Has valuable experience and knowledge, and is very instrumental in enabling the BoD to carry out its functions.			

Suggestions and comments	

Annex 3. Performance Assessment Report Form (Template) for assessing the performance of the Board of Directors and its Committees

I. SURVEY RESULTS

Assessment criteria and aspects	Average score	Suggestions and comments

II. BRIEF SUMMARY

Strengths	Weaknesses	Key areas of improvement