

APPROVED  
 BY RESOLUTION OF THE BOARD OF DIRECTORS  
 OF PJSC «EL5-ENERGO»  
 (MINUTES № \_\_/23 DATED \_\_.05.2023)

**REPORT ON RELATED PARTY TRANSACTIONS CONCLUDED BY PJSC «EL5-ENERGO»<sup>1</sup> IN 2022**

<b>Insurance contract</b>		
Significant terms and conditions		<p>Parties to the Contract: Policyholder – PJSC «EL5-Energo», Insurer – JSC «AlfaStrakhovanie».</p> <p>Subject of the Contract: In case of an insured event, Insurer shall pay the insurance indemnity according to the terms and conditions of the contracts and applicable law of the Russian Federation.</p> <p>Insurance Object: Insured Party's and/or insured individuals' property interests in connection with the liability according to the applicable law to compensate losses of third parties in case of an insured event.</p> <p>All Coverages:</p> <p>Cover A.        Insured Person Liability.        The insurer shall pay the loss of each insured person resulting from a claim against the insured person except for and to the extent that the company has indemnified the insured person.</p> <p>Cover B.        Company Reimbursement.        The insurer shall pay the loss of the company resulting from a claim against the insured person but only when and to the extent that the company has indemnified the insured person for the loss.</p> <p>Cover C.        Subsidiaries Directors Liability.        The insurer shall pay the loss of the subsidiaries directors resulting from a claim against the director.</p> <p>Cover D.        Representation at Investigations and Examinations.        The insurer shall pay the investigations costs.</p> <p>Cover E.        Special Excess Protection for Non-Executive Directors.        The insurer shall pay the loss of each non-executive director resulting from a claim against the non-executive director.</p> <p>Cover F.        Company Liability for Securities Claims.        The insurer shall pay the loss of the company resulting from a claim against the company for any wrongful act committed by such company arising from securities claims.</p> <p>Insured Persons (Beneficiaries), including but not limited to:</p> <ul style="list-style-type: none"> <li>– members of board of directors;</li> <li>– members of executive board;</li> <li>– general director of the Policyholder and its subsidiaries;</li> <li>– executive directors, heads of departments (functional directors) of the Policyholder and its subsidiaries;</li> <li>– statutory auditor, General Counsel or Risk Manager (or equivalent position) of the Policyholder and its subsidiaries.</li> </ul> <p>Full list of insured persons is as per schedule and policy conditions of Directors &amp; Officers Liability Insurance Policy.</p> <p>Annual insurance Premium: 10 894 600 RUB.        Limit of Liability: 915 000 000 RUB aggregate, as well as 61 000 000 RUB for each independent director.        Period of the Contract: November 10, 2022, to November 09, 2023.</p>

<sup>1</sup> In this report the names of the following legal entities are given as of April 30, 2020: PJSC «EL5-Energo» (former PJSC Enel Russia), LLC Stavropol WPS (former LLC Enel Rus Wind Stavropolye, LLC Enel Rus Wind Generation), LLC Kola WPS (former LLC Enel Rus Wind Kola).

Persons having an interest in transaction and the grounds on which persons having an interest in transaction are recognized as such	Persons having an interest in transaction: members of the Board of Directors of PJSC «EL5-Energo», members of the Executive Board of PJSC «EL5-Energo», General Director of PJSC «EL5-Energo». The grounds on which persons having an interest in transaction are recognized as such: members of the Board of Directors of PJSC «EL5-Energo», members of the Executive Board of PJSC «EL5-Energo», General Director of PJSC «EL5-Energo» are the beneficiaries under the transactions.
Management body that approved the transaction, No. and date of the Minutes	General Shareholders' Meeting of PJSC «EL5-Energo», Minutes № 1/22 dated June 7, 2022.

<b>Additional agreement to Loan agreement</b>	
Significant terms and conditions	Parties to the Additional agreement: PJSC «EL5-Energo» – Creditor, LLC Stavropol WPS – Borrower. Subject of the Additional agreement: Loan provision to the Borrower by the Creditor to finance current activities and payments necessary for proper performance by the Borrower of its obligations under contracts with third parties. Additional loan amount under the Additional agreement: loans in the total amount not exceeding the ruble equivalent of 36 479 061,75 (thirty-six million four hundred seventy-nine thousand sixty-one), 75/100 EUR. Maximum amount of the Agreement including the Additional agreement: shall not exceed 3 502 300 000 RUB. Rate: 0 percent. Maturity date: not later than 20 years from the date of signing of each drawdown application. Other terms and conditions: The amount, the maturity date and other terms and conditions to be defined in each specific drawdown application within the above limits.
Significant terms and conditions of a framework agreement or a previously concluded agreement	Parties to the Agreement: PJSC «EL5-Energo» – Creditor, LLC Stavropol WPS – Borrower. Subject of the Agreement: Loan provision to the Borrower by the Creditor. Approved loan purpose: Loans are provided to the Borrower solely to finance certain activities of the Borrower related to the development and implementation of projects for the construction of wind generating facilities, in accordance with the purpose specified in the Loan agreement. Maximum loan amount: shall not exceed 400 000 000 RUB. Rate: 0 percent. Maturity date: The final maturity date for each separate tranche is not later than 10 years from the date of signing of each drawdown application. Other terms and conditions: The amount, the maturity date, repayment schedule, and other terms and conditions to be defined in each specific drawdown application within the above limits.
Persons having an interest in transaction and the grounds on which persons having an interest in transaction are recognized as such	Persons having an interest in transaction and the grounds on which persons having an interest in transaction are recognized as such: Enel S.p.A. shall be considered as the entity having interest in transaction since Enel S.p.A. is (i) the indirect controlling entity of LLC Stavropol WPS and (ii) the direct controlling entity of PJSC «EL5-Energo», as well. Participating interest of Enel S.p.A. in the authorized capital of PJSC EL5-Energo as of the date of the transaction: 56.43%. Participating interest of Enel S.p.A. in the authorized capital of LLC Stavropol WPS as of the date of the transaction: 0%, participating interest of PJSC «EL5-Energo» in the authorized capital of LLC Stavropol WPS is 100%.
Management body that approved the transaction, No. and date of the Minutes	In accordance with the Charter of PJSC «EL5-Energo» no resolution to approve the transaction was adopted.

<b>Contribution to the assets</b>	
Significant terms and conditions	Parties: PJSC «EL5-Energo» – the Sole Participant, LLC Kola WPS – the Company. Purpose: Contributions are provided for financing the activities connected with the construction of a wind farm of an estimated capacity of 200,97 MW in Murmansk region.

	<p>The size of the transaction in monetary terms: 450 000 000 RUB.</p> <p>The total amount of the contributions to the assets of LLC Kola WPS, including previous transaction of contribution to the assets: 4 300 000 000 RUB.</p> <p>Additional terms and conditions: The contributions to the Company's assets shall not be a contribution to the Company's authorized capital and shall not change the size and the nominal value of the shares of the Company's participants in the Company's authorized capital.</p>
Persons having an interest in transaction and the grounds on which persons having an interest in transaction are recognized as such	<p>Persons having an interest in transaction and the grounds on which persons having an interest in transaction are recognized as such: PJSC «LUKOIL» shall be considered as the entity having interest in transaction since PJSC «LUKOIL» is (i) the indirect controlling entity of LLC Kola WPS and (ii) the direct controlling entity of PJSC «EL5-Energo», as well.</p> <p>Participating interest of PJSC «LUKOIL» in the authorized capital of PJSC EL5-Energo as of the date of the transaction: 56.43%.</p> <p>Participating interest of PJSC «LUKOIL» in the authorized capital of LLC Kola WPS as of the date of the transaction: 0%, participating interest of PJSC «EL5-Energo» in the authorized capital of LLC Kola WPS is 100%.</p>
Management body that approved the transaction, No. and date of the Minutes	Board of Directors of PJSC «EL5-Energo», Minutes № 10/21 dated June 28, 2021.

<b>Contribution to the assets</b>	
Significant terms and conditions	<p>Parties: PJSC «EL5-Energo» – the Sole Participant, LLC Kola WPS – the Company.</p> <p>Purpose: Contributions are provided for financing the activities connected with the construction of a wind farm of an estimated capacity of 200,97 MW in Murmansk region.</p> <p>The size of the transaction in monetary terms: 2 100 000 000 RUB.</p> <p>The total amount of the contributions to the assets of LLC Kola WPS, including previous transaction of contribution to the assets: 3 400 000 000 RUB.</p> <p>Additional terms and conditions: The contributions to the Company's assets shall not be a contribution to the Company's authorized capital and shall not change the size and the nominal value of the shares of the Company's participants in the Company's authorized capital.</p>
Persons having an interest in transaction and the grounds on which persons having an interest in transaction are recognized as such	<p>Persons having an interest in transaction and the grounds on which persons having an interest in transaction are recognized as such: Enel S.p.A. shall be considered as the entity having interest in transaction since Enel S.p.A. is (i) the indirect controlling entity of LLC Kola WPS and (ii) the direct controlling entity of PJSC «EL5-Energo», as well.</p> <p>Participating interest of Enel S.p.A. in the authorized capital of PJSC EL5-Energo as of the date of the transaction: 56.43%.</p> <p>Participating interest of Enel S.p.A. in the authorized capital of LLC Kola WPS as of the date of the transaction: 0%, participating interest of PJSC «EL5-Energo» in the authorized capital of LLC Kola WPS is 100%.</p>
Management body that approved the transaction, No. and date of the Minutes	Board of Directors of PJSC «EL5-Energo», Minutes № 10/21 dated June 28, 2021.

General Director

A. Tnalin