

**Information on the main changes proposed to the
Charter of Public Joint-Stock Company "EL5-Energo" (hereinafter referred to as the "Charter")**

<i>Current version of the Charter</i>	<i>New version of the Charter</i>	<i>Comments</i>
<i>Changes related to the assignment of the approval of the annual report, annual accounting (financial) statements of the Company to the competence of the Board of Directors</i>		
<p>The Competence of the General Shareholders' Meeting comprises the following issues: 10.2.16. Approval of the annual report, annual accounting (financial) statements of the Company</p>	<p>The Competence of the General Shareholders' Meeting comprises the following issues: 10.2.16. Approval of the annual report, annual accounting (financial) statements of the Company</p>	<p>According to sub-clause 11. of clause.1 Article 48, Clause 1 of Federal Law as of December 26, 1995 No. 208-Φ3 "On Joint-Stock Companies" (hereinafter "Federal Law "On Joint-Stock Companies") defines the approval of the annual report and the annual accounting (financial) statements of the Company as the responsibility of the General Meeting of Shareholders, <i>unless the Company Charter assigns such issues to the competence of the Board of Directors (Supervisory Board) of the Company.</i></p>
<p>Decision is made by the General Shareholder Meeting only upon proposal from the Board of Directors regarding the following matters: 10.7.12 Approval of the annual report, annual accounting (financial) statements, as well as the statement of allocation of profit (including payment (declaration) of dividends) (except for payment (declaration) of dividends based as of the end of the first quarter, half year, nine months of the reporting year) and losses of the Company based on the results of the reporting year;</p>	<p>Decision is made by the General Shareholder' Meeting only upon proposal from the Board of Directors regarding the following matters: 10.7.12 Approval of the annual report, annual accounting (financial) statements, as well as the statement of allocation of profit (including payment (declaration) of dividends) (except for payment (declaration) of dividends based as of the end of the first quarter, half year, nine months of the reporting year) and losses of the Company based on the results of the reporting year;.....</p>	<p>The specified documents shall be included in the materials of the General Shareholders' Meeting irrespective of which body approves them (clause 3 of Article 52 of the Federal Law "On Joint-Stock Companies").</p> <p>In accordance with par. 57.3 of the Regulation of the Bank of Russia of 27.03.2020 No. 714-II "On disclosure of information by issuers of equity securities", the joint stock company is obliged to publish the text of the annual report within 2 business days from the date of drawing up the</p>

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<p>The competence of the Board of Directors includes the following issues: 15.2.40 Preliminary approval of the annual report of the Company, annual accounting (financial) statements, and allocation of profit and losses upon reporting year results;.....</p>	<p>The competence of the Board of Directors includes the following issues: 15.2.40. Preliminary Approval of the annual report of the Company, annual accounting (financial) statements, and preliminary approval of allocation of profit and losses upon reporting year results;.....</p>	<p>minutes of the general shareholders' meeting or the board of directors which resolved to approve the annual report of the joint stock company. Thus, if the proposed changes are introduced, the shareholders will have faster access to the text of the annual report of PJSC «EL5-Energo».</p>
<p>26.4. Annual reports of the Company, annual accounting (financial) statements of the Company, as well as the statement of allocation of profit (including payment (declaration) of dividends) and losses of the Company based on the results of the reporting year are subject to preliminary approval by the Board of Directors not later than 30 days before the date of the annual General Shareholders' Meeting.</p>	<p>26.4. Annual report of the Company, annual accounting (financial) statements of the Company are subject to approval, as well as and the statement of allocation of profit (including payment (declaration) of dividends) and losses of the Company based on the results of the reporting year is subject to preliminary approval by the Board of Directors not later than 30 days before the date of the annual General Shareholders' Meeting.</p>	

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<i>Changes related to changes in the way voting ballots can be submitted</i>		
<p>11.11. Voting on the Company's agenda issues shall be performed by voting ballots. Voting by ballots equals with receiving by the Company's registrar communications of intentions declaration from persons entitled to participate in the General Shareholders Meeting, not registered in the register of Company's shareholders and in compliance with the securities legislation of the Russian Federation provided the persons exercising the rights on account of the shares with the indications (instructions) on the voting.</p> <p>When holding a General Shareholders' Meeting voting ballots shall be submitted or handed in on against-signature basis to every person indicated in the list of persons registered in the register of the Company's shareholders and entitled to participate in the General Shareholders Meeting not later than 20 (twenty) days before the date of the General Shareholders' Meeting.</p> <p>Submission of voting ballots shall be performed by registered mail.</p> <p>During preparation for the General shareholders' meeting, the Company's Board of Directors may provide for the possibility of filling in the electronic form of voting ballots by a person who is entitled to participate in the General meeting of shareholders on the website in the information and telecommunication network "Internet" (hereinafter - the website). The Board of Directors shall</p>	<p>10.24. Voting on the Company's agenda issues shall be performed by voting ballots. Voting by ballots equals with receiving by the Company's registrar communications of intentions declaration from persons entitled to participate in the General Shareholders Meeting, not registered in the register of Company's shareholders and in compliance with the securities legislation of the Russian Federation provided the persons exercising the rights on account of the shares with the indications (instructions) on the voting.</p> <p>When holding a General Shareholders' Meeting voting ballots shall be submitted or handed in on against-signature basis to every person indicated in the list of persons registered in the register of the Company's shareholders and entitled to participate in the General Shareholders Meeting not later than 20 (twenty) days before the date of the General Shareholders' Meeting. Submission of voting ballots shall be performed by registered mail.</p> <p>10.25. The Company shall send to each person registered in the shareholders register of the Company and entitled to participate in the General Shareholders' Meeting voting ballots on all issues on the agenda of the General Shareholders' Meeting in the form of an electronic message with a ballot file (ballots) attached to the e-mail address of the respective person specified in the shareholders register of the Company no later than 20 days prior to the date of the General Shareholders' Meeting, and in case the agenda of the General Shareholders'</p>	<p>Taking into account the provision of paragraph 2 of Article 60 of the Federal Law "On Joint-Stock Companies" according to which the choice of the way of sending ballots is at the discretion of the company, changes are made to provide for sending voting ballots to each person registered in the shareholders register of the Company and entitled to participate in the General shareholders' meeting as an electronic message with attachment of the ballot file (ballots) to the e-mail address of the corresponding person. In addition, the Board of Directors of the Company may determine to send voting ballots by an additional way when making preparations for the General Meeting of Shareholders.</p>

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<p>determine the address and indicate it in the notice of the General meeting of shareholders.</p> <p>The Company's shareholders may fill in the electronic form of voting ballots on the website during the General meeting of shareholders, if they have not exercised their right to participate in the General shareholders' meeting in any other way.</p> <p>When filling out the electronic form of voting ballots on the website, the date and time of their filling should be recorded.</p>	<p>Meeting contains the issue regarding the Company reorganization,- not later than 30 days prior to the date of the General Shareholders' Meeting. During preparation for the General Shareholders' meeting, the Company's Board of Directors may determine additional ways of sending voting ballots.</p> <p>10.26. During preparation for the General shareholders' meeting, the Company's Board of Directors may provide for the possibility of filling in the electronic form of voting ballots by a person who is entitled to participate in the General meeting of shareholders on the website in the information and telecommunication network "Internet" (hereinafter-the website). The Board of Directors shall determine the address and indicate it in the notice of the General meeting of shareholders. The Company's shareholders may fill in the electronic form of voting ballots on the website during the General meeting of shareholders, if they have not exercised their right to participate in the General shareholders' meeting in any other way. When filling out the electronic form of voting ballots on the website, the date and time of their filling should be recorded.</p>	
<p>12.8. Voting on the issues of the agenda of the remote General Shareholders' Meeting is made by way of ballots.</p> <p>For the purposes of holding of the remote General Shareholders' Meeting the ballots must be sent or handed against signature to each person included into the list of the persons entitled for participation in the General Shareholders' Meeting no later than</p>	<p>12.6. Voting on the issues of the agenda of the remote General Shareholders' Meeting is made by way of ballots.</p> <p>For the purposes of holding of the remote General Shareholders' Meeting the ballots must be sent or handed against signature to each person included into the list of the persons entitled for participation in the General Shareholders' Meeting no later than 20 days</p>	

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20 days before the expiration date of receipt of ballots by the Company.	before the expiration date of receipt of ballots by the Company.	
<i>Changes related to the optimization of the Charter provisions concerning the holding of the General Shareholders' Meeting</i>		
11.2 11.3 11.6., 12.7 11.7 11.10. 11.16 - 11.21 Para 1. of Item. 11.22, Para 1. of Item. 12.10 Para 4. of Item. 11.22 Item. 11.23	Item. 10.18 Item. 10.19 Item. 10.20 Item. 10.21 10.22, 10.23 10.27-10.32 Item. 10.33 Item.10.34 Item. 10.25	The listed provisions of the Charter were not changed, they were moved to other sections in order to optimize the text of the Charter.
12.2. The common rules of convening and holding of the formal extraordinary General Shareholders' Meeting are applicable to the remote General Shareholders' Meeting unless otherwise provided by the Federal Law "On Joint-Stock Companies" and by this Charter.	12.2. The common rules of convening and holding of the formal—extraordinary General Shareholders' Meeting are applicable to the remote General Shareholders' Meeting unless otherwise provided by the Federal Law "On Joint-Stock Companies" and by this Charter.	Over the past three years, the legislation of the Russian Federation has allowed General Meetings of Shareholders, the agenda of which includes the specified issues, to be held in the form of absentee voting.
12.4. A General Shareholders' Meeting cannot be held in the form of absentee voting if the agenda includes any of the following issues: 12.4.1. Election of the Board of Directors; 12.4.2. Approval of the Auditor; 12.4.3. Approval of annual report, annual accounting (financial) statements of the Company.	12.4. A General Shareholders' Meeting cannot be held in the form of absentee voting if the agenda includes any of the following issues: 12.4.1. Election of the Board of Directors; 12.4.2. Approval of the Auditor; 12.4.3. Approval of annual report, annual accounting (financial) statements of the Company.	
<i>Other changes</i>		
The competence of the Board of Directors includes the following issues: 15.2.38 Approval of candidates to be nominated to the sole executive body, as well as candidates to be	The competence of the Board of Directors includes the following issues: 15.2.38 Approval of candidates to be nominated to the sole executive body, as well as candidates to be	The proposed change is aimed at aligning the provisions of the Charter with the provisions of the Federal Law "On Joint Stock Companies" as well as with the provisions of the Federal Law No. 14-Φ3 of 08.02.1998 "On Limited Liability Companies".

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<p>nominated to the auditors of the subsidiaries and dependent companies;</p>	<p>nominated to the audit companies (individual auditor) of the subsidiaries and dependent companies;</p>	
<p>The competence of the Board of Directors includes the following issues: 15.2.42. Approval of a candidate to the position of the Head of the structural subdivision, performing internal audit; 15.2.78. Approval of the Annual Internal Audit Plan and the report on fulfillment of the Annual Internal Audit Plan; 15.2.79. Approval of the Annual Expense Budget for the structural subdivision of the Company, performing internal audit;</p>	<p>The competence of the Board of Directors includes the following issues: 15.2.42. Approval of a candidate to the position of the Head of the structural subdivision, performing internal audit; Appointment and termination as Head of the Internal Audit subdivision of the Company reporting to the Board of Directors of the Company and approval of the terms of the employment contract with him/her; 15.2.77. Approval of the Annual Internal Audit Plan and the report on fulfillment of the Annual Internal Audit Plan; Setting the principles of and approaches relating to internal audits within the Company, approval of internal documents of the Company setting out the Company's policy on the organising and carrying out of internal audits; 15.2.78. Approval of the Annual Expense Budget for the structural subdivision of the Company, performing internal audit; Approval of the Internal Audit Plans and Expense Budget for the Internal Audit subdivision of the Company and consideration of the progress reports on Internal Audit Plans performance and on the execution of internal audits;</p>	<p>The specified provisions of the Charter are brought in compliance with subparagraph 9.2. 1 of Article 65, Clause 1 of Article 68 of the Federal Law "On Joint-Stock Companies", as well as point 267 of the Corporate Governance Code recommended for use by joint-stock companies whose securities are admitted to organized trading (letter of the Bank of Russia No. 06-52/2463 dated April 10, 2014).</p>
<p>18.1. Meetings of the Board of Directors are convened by the Chairman of the Board of Directors upon his own initiative, the request of a member of the Board of Directors, The Auditor, the Executive Board of the Company or the</p>	<p>18.1. Meetings of the Board of Directors are convened by the Chairman of the Board of Directors upon his own initiative, the request of a member of the Board of Directors, Head of Internal Audit subdivision, the Audit company, the Executive Board of the Company</p>	

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General Director. The procedure of convening and holding of meetings of the Board of Directors is determined by the internal document of the Company.	or the General Director. The procedure of convening and holding of meetings of the Board of Directors is determined by the internal document of the Company.	
<p>The competence of the Board of Directors includes the following issues:</p> <p>.....</p> <p>15.2.47. Approval of the investment projects having a calculation value higher than RUR 1 billion;</p> <p>.....</p> <p>15.2.48. Preliminary approval of transactions having strategic relevance for the Company;</p> <p>.....</p> <p>15.2.52. Preliminary approval of transactions related to undertaking by the Company of sureties in the interest of third parties (non-related parties) nominated in foreign currency or with a value higher than RUR 5 million;</p> <p>.....</p> <p>15.2.53. Preliminary approval of transactions related to undertaking by the Company of obligations based on bills of exchange, promissory notes and other securities, including</p>	<p>The competence of the Board of Directors includes the following issues:</p> <p>.....</p> <p>15.2.47. Approval of the investment projects having a calculationplanned value higher than RUR 1 billion;</p> <p>.....</p> <p>15.2.48. Preliminary approval of transactions having strategic relevance for the Company, excluding transactions relating to the implementation of investment projects or transactions regulating the payment of taxes, fees and duties (including issues of exemptions and instalment payments);</p> <p>.....</p> <p>15.2.52. Preliminary approval of provision by the Company of a suretyship or independent guarantee in relation to transactions or third-party obligations that are not persons with an interest in the transaction, except for the provision of a suretyship for the purpose of fulfilling an obligation of the Company under tax or custom legislation transactions related to undertaking by the Company of sureties in the interest of third parties (non-related parties), nominated in foreign currency or with a value higher than RUR 5 million;</p> <p>.....</p> <p>15.2.53. Preliminary approval of transactions related to undertaking by the Company of obligations based on bills of exchange, promissory notes and other securities, including issuance of bills of exchange,</p>	<p>The specified changes are of clarifying nature, some provisions have been excluded due to loss of relevance.</p>

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<p>issuance of bills of exchange, promissory notes and other securities as well as undertaking of surities based on bills of exchange, promissory notes and other securities;</p> <p>.....</p> <p>15.2.59. Preliminary consent on purchase and sales of quotas for gas emission and acquiring other obligations and rights linked to the reduction of such emission according to the EC Directive No. 2003/87/CE and the Kyoto protocol for amounts higher than RUR 3,5 billion;</p> <p>.....</p> <p>15.2.62. Preliminary approval of non-charitable transactions related to release from obligations of the Company third parties with a value higher than RUR 400,000;</p> <p>.....</p> <p>15.2.68. Determining of policy of non-core assets for real estate sale, as well as preliminary approval of transaction on sale, purchase, any kind of transfer of and creation of any mortgage on real estate of the Company with a value higher than RUR 15 million;</p> <p>.....</p> <p>15.2.72. Approval of open auction conditions or participation in it in case if a transaction (transactions) with interest can be concluded by the Company based on the auction;</p> <p>.....</p>	<p>promissory notes and other securities as well as undertaking provision of surities surety based on for bills of exchange, promissory notes and other securities;</p> <p>.....</p> <p>15.2.59. Preliminary consent on purchase and sales of quotas for gas emission and acquiring other obligations and rights linked to the reduction of such emission according to the EC Directive No. 2003/87/CE and the Kyoto protocol for amounts higher than RUR 3,5 billion;</p> <p>.....</p> <p>15.2.61. Preliminary approval of non-charitable transactions related to release of third parties from obligations of towards the Company third parties with a value higher than RUR 400,000;</p> <p>.....</p> <p>15.2.67. Determining of policy of non-core assets for real estate sale, as well as Preliminary approval of transaction on sale, purchase, any kind of transfer of and creation of any mortgage on real estate of the Company with a value higher than RUR 15 million, , except for the mortgaging of property in connection with loan or credit agreements to which the Company is a party, approved by the Board of Directors of the Company on other grounds specified in Item 15.2 of the present Charter;</p> <p>.....</p> <p>15.2.72. Approval of open auction conditions or participation in it in case if a transaction (transactions) with interest can be concluded by the Company based on the auction;</p> <p>.....</p>	

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<i>Not included in the current text of the Charter.</i>	15.3. A transaction with an interest or a major transaction for which the consent or subsequent approval of the relevant management bodies of the Company has been obtained shall not be subject to separate approval on the other grounds set out in Item 15.2 of the present Charter.....	
<i>Not included in the current text of the Charter.</i>	The competence of the Board of Directors includes the following issues: 15.2.73. approval of the Company's Annual Sustainability Report;.....	The changes are related to sustainability reporting trends.
20.6. The General Director and members of the Executive Board of the Company can have offices in the executive bodies of other organizations, as well as other paid offices in other organizations, only by consent of the Board of Directors.	20.6. The General Director and members of the Executive Board of the Company can have offices in the executive bodies of other organizations, as well as other paid offices in other organizations, only by consent of the Board of Directors.	The change is aimed at bringing the provision of the Charter in line with the provision of the fourth paragraph of Art. 3 of Article 69 of the Federal Law "On Joint-Stock Companies".
27.1. The Company shall keep the following documents: 27.1.1. The incorporation resolution; 27.1.2. the Charter of the Company, amendments and addenda thereto registered in the established manner, the company's state registration certificate; 27.1.3. Documents confirming the Company's right to the property recorded in the Company's books; 27.1.4. in-house documents of the Company approved by the Company's management bodies; 27.1.5. the regulations on a branch or representative office of the Company; 27.1.6. the annual reports; 27.1.7. accounting documents; 27.1.8. accounting (financial) statements; 27.1.9. Minutes of the General Shareholders' Meetings (executed in accordance with the	27.1. The Company shall keep the documents stipulated by the Federal Law "On Joint-Stock Companies", the present Charter, internal documents of the Company, decisions of the General Shareholders' Meeting, Board of Directors of the Company, management bodies of the Company, as well as documents stipulated by the legal acts of the Russian Federation. The Company shall keep the following documents: 27.1.1. The incorporation resolution; 27.1.2. the Charter of the Company, amendments and addenda thereto registered in the established manner, the company's state registration certificate; 27.1.3. Documents confirming the Company's right to the property recorded in the Company's books; 27.1.4. in-house documents of the Company approved by the Company's management bodies; 27.1.5. the regulations on a branch or representative office of the Company;	This change avoids duplication of the current legislation in the Charter of the Company.

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<p>procedure set by the shareholder possessing all of the Company's voting shares), meetings of the Board of Directors, Internal Audit Commission and Executive Board of the Company;</p> <p>27.1.10. Voting ballots; letters of attorney (copies thereof) for participation in the General Shareholders' Meeting;</p> <p>27.1.11. Reports of appraisers;</p> <p>27.1.12. Lists of the Company's affiliated persons;</p> <p>27.1.13. Lists of persons entitled to participate in the General Shareholders' Meeting and persons entitled to receive dividends, as well as other lists filed by the Company for exercise of their rights by shareholders in accordance with the requirements set in the Federal Law "On Joint-Stock Companies";</p> <p>26.1.14. Decisions of the Internal Audit Commission and Auditor, as well as state and municipal financial audit bodies;</p> <p>27.1.15. Prospectuses, quarterly issuer's reports and other documents containing the information which is subject to publishing or disclosure in accordance with the Federal Law "On Joint-Stock Companies" and other legal acts of the Russian Federation;</p> <p>27.1.16. notifications on execution of shareholders agreements, forwarded to the Company, as well as lists of persons which executed such agreements;</p> <p>27.1.17. court decisions on disputes relating to foundation of, management of and participation in the Company;</p> <p>27.1.18. other documents stipulated by Russian legislation, the present Charter, the Company's internal documents and decisions of the</p>	<p>27.1.6. the annual reports;</p> <p>27.1.7. accounting documents;</p> <p>27.1.8. accounting (financial) statements;</p> <p>27.1.9. Minutes of the General Shareholders' Meetings (executed in accordance with the procedure set by the shareholder possessing all of the Company's voting shares), meetings of the Board of Directors, Internal Audit Commission and Executive Board of the Company;</p> <p>27.1.10. Voting ballots; letters of attorney (copies thereof) for participation in the General Shareholders' Meeting;</p> <p>27.1.11. Reports of appraisers;</p> <p>27.1.12. Lists of the Company's affiliated persons;</p> <p>27.1.13. Lists of persons entitled to participate in the General Shareholders' Meeting and persons entitled to receive dividends, as well as other lists filed by the Company for exercise of their rights by shareholders in accordance with the requirements set in the Federal Law "On Joint Stock Companies";</p> <p>26.1.14. Decisions of the Internal Audit Commission and Auditor, as well as state and municipal financial audit bodies;</p> <p>27.1.15. Prospectuses, quarterly issuer's reports and other documents containing the information which is subject to publishing or disclosure in accordance with the Federal Law "On Joint Stock Companies" and other legal acts of the Russian Federation;</p> <p>27.1.16. notifications on execution of shareholders agreements, forwarded to the Company, as well as lists of persons which executed such agreements;</p> <p>27.1.17. court decisions on disputes relating to foundation of, management of and participation in the Company;</p>	

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Company's management bodies, as well as documents stipulated by Russian legal acts.	27.1.18. other documents stipulated by Russian legislation, the present Charter, the Company's internal documents and decisions of the Company's management bodies, as well as documents stipulated by Russian legal acts.	
<p>27.7. The following documents shall be uploaded to the Company's website not later than 15 days after their approval or introduction of changes and amendments to them, unless otherwise set by the legal acts of the Russian Federation:</p> <p>.....</p> <p>27.7.8. Prospectuses, quarterly issuer's reports and other documents containing the information which is subject to publishing or disclosure in accordance with the Federal Law "On Joint-Stock Companies" and other legal acts of the Russian Federation.</p>	<p>27.7. The following documents shall be uploaded to the Company's website (<i>in Russian version prefix «всё» is excluded</i>) not later than 15 days after their approval or introduction of changes and amendments to them, unless otherwise set by the legal acts of the Russian Federation:</p> <p>.....</p> <p>27.7.8. Prospectuses, quarterly issuer's reports and other documents containing the information which is subject to publishing or disclosure in accordance with the Federal Law "On Joint-Stock Companies" and other legal acts of the Russian Federation.</p>	<p>The change in item 27.7. is made to use uniform terminology in the text of the Charter.</p> <p>The title of the document in item 27.7.8. (issuer's report) is aligned with the current legislation of the Russian Federation.</p>
27.8. The documents stipulated in this Article must be provided by the Company within 7 days after the day of the corresponding requirement for their review in the office of the Company's sole executive body.	27.8. The documents to which the Company is obliged to provide access to shareholders in accordance with Article 91 of the Federal Law "On Joint-Stock Companies" stipulated in this Article must be provided by the Company within 7 business days after the day of the corresponding requirement for their review in the office of the Company's sole executive body.	The proposed change is aimed at bringing the provisions of the Charter into compliance with the provisions of clause 11 of Article 91 of the Federal Law "On Joint Stock Companies. 11 of Article 91 of the Federal Law "On Joint-Stock Companies".
<i>In the text of the Charter - "Auditor", "approval of the Auditor" in the appropriate case</i>	<i>In the text of the Charter - " the Audit company", "the appointment of the Audit company" in the appropriate case.</i>	The proposed change is aimed at bringing the provisions of the Charter in line with the provisions of the Federal Law "On Joint Stock Companies".
In addition to the above, other technical changes are also made to the Charter, including correcting the numbering of individual items.		

In this table, excluded provisions are marked with a strikethrough type, and inserted provisions are marked in bold.