



**PUBLIC JOINT STOCK COMPANY
Enel Russia**

**Extract from the MINUTES № 5/18
Meeting of the Board of Directors of PJSC Enel Russia**

Location: 7, building 1, Pavlovskaya street, Moscow.

Date of the meeting: April 18, 2018.

Form of the Meeting: in praesentia/absentia.

Deadline for ballots and messages on voting by email receipt: April 19, 2018, 17:00 (Moscow time).

Minutes date: April 20, 2018.

Participated in the Meeting:

Chairman of the Board of Directors:	S.M. ZWEGUINTZOW
Members of the Board of Directors:	R. AVOGADRO DI VIGLIANO G. LUZZIO G.J. ROHAN L.N. SOUVIRON A.A.J. WILLIAMS

Participated by video conference-call:	R.A.E. DEAMBROGIO M. FRAGALE
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Participated by conference-call:	D.V. MOSOLOV
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Voted in absentia (by ballot or by email):	M. PROIETTI T.A. SITDEKOV
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Quorum is present. Corporate secretary	Z.I. SEDOVA
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The votes were counted by Z.I. Sedova.

Issue № 4. Preliminary approval of the Annual Report of PJSC Enel Russia for the year 2017.

Comments were expressed by: S.M. Zweguintzow, G.J. Rohan, Z.I. Sedova, R. Avogadro Di Vigliano, A.S. Zontov, D.V. Mosolov, A.A.J. Williams, R.A.E. Deambrogio, L.N. Souviron.

Resolution:

4.1. To approve preliminarily the Annual Report of PJSC Enel Russia for the year 2017 (Appendix № 5).

4.2. To recommend to the Annual General Shareholders' Meeting to approve the Annual Report of PJSC Enel Russia for the year 2017.

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«**FOR**» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, A.A.J. WILLIAMS, M. FRAGALE)

«**AGAINST**» (NONE)

«**ABSTAINED**» (NONE)

RESOLUTION ADOPTED

Issue № 5. Preliminary approval of the annual financial statements of PJSC Enel Russia for the year 2017.

Comments were expressed by: S.M. Zweguintzow, G.J. Rohan.

Resolution:

5.1. To approve preliminarily the annual financial statements of PJSC Enel Russia for the year 2017 pursuant to Appendix № 6.

5.2. To propose to the Annual General Shareholders' Meeting to approve the annual financial statements of PJSC Enel Russia for the year 2017.

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«**FOR**» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, A.A.J. WILLIAMS, M. FRAGALE)

«**AGAINST**» (NONE)

«**ABSTAINED**» (NONE)

RESOLUTION ADOPTED

Issue № 6. Recommendations to the General shareholders' meeting of PJSC Enel Russia on profit allocation and dividend distribution.

Comments were expressed by: S.M. Zweguintzow, G.J. Rohan.

Resolution:

6.1. To recommend to the Annual General Shareholders' Meeting to approve the following distribution of the PJSC Enel Russia earnings as of December 31, 2017:

	(million RUR)
Net profit (loss) of the reporting period subject to distribution (coverings):	5,942
Accumulated earnings as of December 31, 2016	15,316
Distribute to: Legal reserve	81
Dividends	5,127
Coverings incurred losses	-
Accumulated earnings	16,050

6.2. To recommend to the Annual General Shareholders' Meeting of the Company to adopt the following resolution:

«To pay dividends on ordinary shares of PJSC Enel Russia on the results of fiscal year 2017 in the amount of 0.14493 rubles per one ordinary share.

To fix June 22, 2018 as a date on which the persons entitled to receive dividends are determined. The dividends shall be paid in cash within the time limit stipulated by the legislation. The accrued dividends per shareholder shall be determined accurate within 1 kopeck. The amount of dividends to pay shall be subject to mathematical rules of rounding».

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«**FOR**» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, A.A.J. WILLIAMS, M. FRAGALE)

«**AGAINST**» (NONE)

«**ABSTAINED**» (NONE)

RESOLUTION ADOPTED

Issue № 7. Proposal of the auditor of PJSC Enel Russia to be approved by the General shareholders' meeting of PJSC Enel Russia.

Comments were expressed by: S.M. Zweguintzow, G.J. Rohan.

Resolution:

7. To propose to the Annual General Shareholders' Meeting to approve the Limited Liability Company Ernst & Young as the Auditor of PJSC Enel Russia for 2018.

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«**FOR**» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, A.A.J. WILLIAMS, M. FRAGALE)

«**AGAINST**» (NONE)

«**ABSTAINED**» (NONE)

RESOLUTION ADOPTED

Issue № 8. Approval of evaluation of candidates independence, opinion of candidates' independence status and of assessment of candidates to the Board of Directors to be elected at Annual General shareholders' meeting of PJSC Enel Russia.

Speaker: A.S. Zontov.

Questions were asked by: D.V. Mosolov.

Comments were expressed by: S.M. Zweguintzow, A.A.J. Williams, C. Palasciano Villamagna, G.J. Rohan.

Resolution:

8.1. Based on the criteria for independent status of members of the Board of Directors, contained in the Annex 4.1 of the Listing Rules of Moscow Exchange (hereinafter - Independence criteria) and p. 2.4.1 pp.101-107) of the Russian Corporate Governance Code to

independence of candidates' for the members of the Board of Directors of PJSC Enel Russia (hereinafter - Company) as follows:

Candidates for the Board of Directors	Compliance with Independence criteria as per MOEX Listing Rules (http://www.moex.com/a3056)			
	1. The candidate is not associated to the Company.	2. The candidate is not associated with any of the Company's substantial shareholders.	3. The candidate is not associated with any of the Company's material trading partners or competitors.	4. The candidate is not associated with the government or a municipality.
Andrea Palazzolo	Complied with	Complied with	Complied with	Complied with
Andrea Guaccero	Complied with	Complied with	Complied with	Complied with
Giorgio Callegari	Complied with	Complied with	Complied with	Complied with
Alexander Arthur John Williams	Complied with	Complied with	Complied with	Complied with
Andrey Vladimirovich Morozov	Complied with	Complied with	Complied with	Complied with
Gerald Joseph Rohan	Complied with* *From the Annual General Shareholders Meeting 2018, Mr. Rohan will not comply with this criterion. According to pp.104 of Corporate Governance Code and p.4 Annex 4.1 of the Listing Rules of Moscow Exchange, he shall be deemed to be associated with the PJSC Enel Russia, because he has been a member of the Company's Board of Directors for more than 7 years in aggregate (from 01.06.2007 until 19.06.2013 and from 15.06.2017 until June 2018).	Complied with	Complied with	Complied with
Stephane Maurice Zweguintzow	Not complied with (Mr. Zweguintzow is associated with the Company, because he is an employee of PJSC Enel Russia according pp.103 of Corporate Governance Code and p.4 of Annex 4.1 to the Listing Rules of Moscow Exchange).	Not complied with (Mr. Zweguintzow is associated with the Company's substantial shareholder, because he is an employee of Enel S.p.A., according pp.105 of Corporate Governance Code and p.5 of Annex 4.1 to the Listing Rules of Moscow Exchange).	Complied with	Complied with
Roberto Antonio Enzo Deambrogio	Complied with	Not complied with (Mr. Deambrogio is associated with the Company's substantial shareholder, because he is an employee of Enel S.p.A., according pp.105 of Corporate Governance Code and p.5 of Annex 4.1 to the Listing Rules of	Complied with	Complied with

		Moscow Exchange).		
Rodolfo Avogadro Di Vigliano	Complied with	Not complied with (Mr. Avogadro Di Vigliano is associated with the Company's substantial shareholder, because he is an employee of Enel S.p.A., according pp.105 of Corporate Governance Code and p.5 of Annex 4.1 to the Listing Rules of Moscow Exchange)	Complied with	Complied with
Marco Fragale	Not complied with (Mr. Fragale is associated with the Company, because he was an employee of PJSC Enel Russia during last 3 years. (according to pp.103 of Corporate Governance Code, and p.4 of Annex 4.1 to the Listing Rules of Moscow Exchange).	Not complied with (Mr. Fragale is associated with the Company's substantial shareholder, because he is an employee of Enel S.p.A., according pp.105 of Corporate Governance Code and p.5 of Annex 4.1 to the Listing Rules of Moscow Exchange)	Complied with	Complied with
Maria Antonietta Giannelli	Complied with	Not complied with (Mrs. Giannelli is associated with the Company's substantial shareholder, because she is an employee of Enel S.p.A., according pp.105 of Corporate Governance Code and p.5 of Annex 4.1 to the Listing Rules of Moscow Exchange)	Complied with	Complied with
Isabella Alessio	Complied with	Not complied with (Mrs. Alessio is associated with the Company's substantial shareholder, because she is an employee of subsidiary entity of Enel S.p.A., according pp.105 of Corporate Governance Code and p.5 of Annex 4.1 to the Listing Rules of Moscow Exchange)	Complied with	Complied with
Giuseppe Luzzio	Complied with	Not complied with (Mr. Luzzio is associated with the Company's substantial shareholder, because he is an employee of Enel S.p.A., according pp.105 of Corporate Governance Code and p.5 of Annex 4.1 to the Listing Rules of Moscow Exchange)	Complied with	Complied with
Laurent Nicolas Souviron	Complied with	Not complied with (Mr. Souviron is associated with the Company's substantial shareholder, because he is an employee of ACG	Complied with	Complied with

		Equity Partners, which enters a Consortium of investors acting through PFR Partners Fund I Limited, according pp.105 of Corporate Governance Code and p.5 of Annex 4.1 to the Listing Rules of Moscow Exchange)		
Tagir Sitdekov	Complied with	Not complied with (Mr. Sitdekov is associated with the Company's substantial shareholder, because he is an employee of RDIF MC JSC, which enters a Consortium of investors acting through PFR Partners Fund I Limited, according pp.105 of Corporate Governance Code and p.5 of Annex 4.1 to the Listing Rules of Moscow Exchange)	Complied with	Complied with
Denis Mosolov	Complied with	Not complied with (Mr. Mosolov is associated with the Company's substantial shareholder, because he is an employee of Macquarie Infrastructure & Real Assets (Europe) Limited, which enters a Consortium of investors acting through PFR Partners Fund I Limited, according pp.105 of Corporate Governance Code and p.5 of Annex 4.1 to the Listing Rules of Moscow Exchange)	Complied with	Complied with

8.2. To issue an opinion of the candidate's independence status according with Independent criteria, having performed assessment of the independence of candidates:

To recognize A. Palazzolo, A. Guaccero, G. Callegari, A.A.J. Williams, A.V. Morozov and G.J. Rohan as independent candidates for the members of the Company's Board of Directors. To determine that G.J. Rohan will no longer meet the criteria of independence from the moment of Annual General Shareholders' Meeting 2018.

To recognize S.M. Zweguintzow., R.A.E. Deambrogio, R. Avogadro Di Vigliano, M. Fragale, M.A. Giannelli, I. Alessio, G. Luzzio, L.N. Souviron, T. Sitdekov and D. Mosolov as dependent candidates for the members of the Company's Board of Directors.

8.3. To assess required experience, knowledge, business reputation of the candidates for the members of the Board of Directors of the Company as follows

Candidates for the Board	Experience, knowledge, business reputation	Status of compliance with
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of Directors		required experience, knowledge, business reputation
Andrea Palazzolo	Mr. Palazzolo was born in 1974, graduated with honors in Business Law from LUISS, professional experience: Lawyer authorized to practice before Italian Supreme Court, Consultant for significant operations in the context of M&A, Project Finance, Renewable Energy, Real Estate, Restructuring and Large Distribution Networks, Litigator and Arbitrator specialized in Franchising, Corporate Law and Industrial Law, Mediator for banks and financial dispute resolution. Mr. Palazzolo is a Professor of Company Law in LUISS University of Rome, earlier he held a position of Director of Legal and Corporate Affairs of major companies (Enel.it S.p.A. Maggiore Group), Member of the board of Directors of Fintyre S.p.A, Compliance Officer of Gruppo Maggiore (now Avis Budget Group) and Independent Consultant of the Sicily Region / Department of Industry.	Complied with
Andrea Guaccero	Mr. Guaccero was born in 1970, he graduated with honors in Law from University La Sapienza of Rome, Ph.D. in Public Law of Economy University La Sapienza of Rome, professional experience: Avvocato (Lawyer with the Rome Bar since 1996), qualified to practice before the Supreme Courts, Co-founder of a law firm «Ranieri, Guaccero, Cornetta», Full Professor of Law in University of Rome Tre, School of Law, he is also Chairman of the Scientific Committee of the Law Library and member of the University Library System Committee, University of Rome Tre, Member of the Committee for Technology Transfer and Protection of Intellectual Property, University of Rome Tre. Earlier Mr. Guaccero was a full Professor of Commercial Law (University of Palermo, School of Law during 2004-2007, a full Professor of Private Comparative Law (University of Rome Tre; School of Law, during 2007-2017 and a Member of the National Commission for the recruitment of professors of law in the academic sector of Comparative Law during 2012-2014.	Complied with
Giorgio Callegari	Mr. Callegari, was born in 1959, graduated from Polytechnic University of Turin with degree in Mining Engineering, place of work and title: Deputy CEO Strategy and Alliances of Aeroflot Group, Member of the Board of Directors and Member of the Audit and Strategy Committees of the Board of Directors of «Ingosstrakh Insurance Company Ltd.», earlier he held a position of EVP Strategy and Business Development in Air One, and different overhead positions: Vice President Alliances, Business Development and International Relations, VP Business Development, VP Domestic Network and Sales VP of Alitalia.	Complied with
Alexander Arthur John Williams	Mr. Williams, was born in 1968, graduated from University of St Andrews with Bachelor's Degree, UK; The City University of London, UK and MBA at London Metropolitan University; working at Taiga Capital (UK) Limited, the United Kingdom of Great Britain and Northern Ireland, title: Director. Mr. Williams is a member of all of PJSC Enel Russia Board of Director's Committees. He is a member of Boards of Directors of PJSC «Kuzbusskaya Toplivnaya Company» and PJSC «DIXY GROUP». Previously he was a member of the Board of Directors OJSC «Selenginsky Pulp and Cardboard Mill», PJSC «Mostotrest» and an advisor of Solibay Investment Limited.	Complied with
Andrey Vladimirovich Morozov	Mr. Morozov was born in 1978, graduated from the Russian Law Academy of the Russian Federation Ministry of Justice; Harvard Law School with LLM Degree, place of work and title: Association of Institutional Investors, legal director, earlier he held a position od Head of Legal Department in «N-C-H Advisors,Ink» and a member of the Board of Directors of OJSC «UAZ».	Complied with
Gerald Joseph Rohan	Mr. Rohan was born in 1942. Bachelor of Liberal Studies, Master in business administration (Iona College, USA), Fellow Energy Institute (London). CEO of Rohan Global Consulting LLC, member of the Board of Directors and Chairman of Audit Committee of Mangazeya Mining, IGSS. He is a Senior Independent Director of the Board of Directors, Chairman of Audit Committee and member of the Related Party Transaction Committee of the Board of Directors of PJSC Enel Russia. Earlier he was a Member of the Board of Directors, Chairman of Audit Committee of PJSC Enel Russia and the Chairman of Advance International Exploration.	Complied with
Stephane	Mr. Zweguintzow was born in 1968, he graduated from the Institute of Political	Complied with

Maurice Zweguintzow	Studies of Paris. He has a Master's Degree in International Business. He is a Chairman of the Board of Directors of PJSC Enel Russia. He holds the position of the Head of External Relations in PJSC Enel Russia. Earlier Mr. Zweguintzow was working as the Business Development Director in Enel France SAS and he headed the Russian Gas Department of Enel Trade S.p.A. and the Moscow Office of Enel, Enel Produzione S.p.A.	
Roberto Antonio Enzo Deambrogio	Mr. Deambrogio was born in 1975, he graduated from Bocconi University in Milan in Economics and Columbia Business School in New York with Master's Degree in Business Administration. Mr. Deambrogio is the Head of Europe and North Africa of Enel S.p.A., a member of the HR and Remuneration Committee of the Board of Directors of PJSC Enel Russia and a member of the Board of Directors of Slovak Power Holding. Earlier he was the Head of Eastern Europe Region of Enel S.p.A., the Head of Europe Area, South Africa and Morocco of Enel Green Power S.p.A. In the past five years he was member of the Board of Directors of ENEOP S.A., Enel Green Power Rsa (Pty) Ltd, Enel Green Power Espana s.l., Enel Green Power CAI Agroenergy Srl, a member of the Supervisory Board of Slovenske Elektrarne Sole Administrator of Enel Green Power Calabria S.p.A., Chairman of the Board of Directors of Enel Green Power Romania, Enel Green Power Bulgaria, De Rock Int'l Srl, Gv Energie Rigenerabili Ital-Ro Srl, Elcomex Solar Energy Srl, Enel Green Power Hellas Sa, Taranto Solar Srl, Enerlive Srl, Maicor Wind Srl, Energia Eolica Srl, Enel Green Power ESE Srl, at different times.	Complied with
Rodolfo Avogadro Di Vigliano	Mr. Avogadro Di Vigliano was born in 1967, he graduated from University of Milan in Law and New York University with Master's of laws degree. He is an Italian Avvocato, solicitor of England & Wales (not practicing). He is the Head of Legal and Corporate Affairs (Europe and North Africa) of Enel S.p.A., a member of Supervisory Board of Slovenske Elektrarne. He is a Chairman of the Board of Directors of Enel Distribution Chile. Earlier he was the Head of Legal and Corporate Affairs (Europe, North Africa and Middle East) of Enel Green Power S.p.A., Head of Legal and Corporate Affairs (Iberia and New Countries) and Secretary of the Board of Directors of Enel Green Power of Spain.	Complied with
Marco Fragale	Mr. Fragale was born in 1976, he graduated from Milan University of Technology with Master's degree of Science in mechanical engineering (Major in hydrocarbons technology) and Helsinki University of Technology with Master's degree of Science in mechanical engineering (Major in environmental of engineering), Master in business administration of SDA Bocconi School of Management (focus in Corporate Finance). He holds a position of the Head of Business Development, Europe and Morocco of Enel Produzione S.p.A., before that he held a position of the Head of Business Development, Italy and Russia of Enel Produzione S.p.A. He was Vice President, the Head of Market and Development of PJSC Enel Russia and the Head of Upstream Gas for Russia and CIS, the Head of the Branch of Enel Trade, Director of the Board and General Director of LLC Enel Gas Rus.	Complied with
Maria Antonietta Giannelli	Mrs. Giannelli was born in 1973, she graduated from the University of Lecce in Economics and Finance and from LUISS Guido Carli with MBA degree. She has held a position of Mergers & Acquisitions Senior Project Manager in Administration, Finance and Control Department of ENEL S.P.A. for last 5 years.	Complied with
Isabella Alessio	Mrs. Alessio was born in 1974, she graduated in Law from the University of Rome "LA SAPIENZA". She holds the position of Head of Legal and Corporate Affairs of the Global Thermal Generation Business Line of Enel Global Thermal Generation S.R.L., earlier she held the position of Head of Legal and Corporate Affairs of the America Infrastructure & Network Business Line in Enel S.p.A. and Head of Legal and Corporate Affairs of the Finance of Enel Green Power S.p.A.	Complied with
Giuseppe Luzzio	Mr. Luzzio was born in 1954, he graduated the University of Pisa as Mechanical Engineer with MBA degree, Finmeccanica School with MBA in Renewable Energy, Sloan School of Management of Massachusetts Institute of Technology in Boston, Energy Services program in Business School of University of Michigan. He is the Head of Market Development in Russia at Enel S.p.A, the First Deputy General Director of LLC Rusenergosbyt, a member of the Board of Directors of LLC Rusenergosbyt Siberia. He has previously held the positions of the CEO of Nuove Energie Srl, the Head of Large Infrastructure Projects of Enel S.p.A.	Complied with
Laurent Nicolas Souviron	Mr. Souviron was born in 1966, he received the bachelor's degree in the Operations Research and an MBA, both from Columbia University. He is a Partner at AGC Equity Partners, Partner at AGC, a member of Board of Directors of ASTIR. Earlier he was a member of the Board of Directors of Conformis.	Complied with

Tagir Sitdekov	Mr. Sitdekov was born in 1976, he graduated from Plekhanov Russian Academy of Economics as economist and from University of Chicago Booth School of Business with Master's degree of business administration. He is a Chairman of the HR and Remuneration Committee of the Board of Directors of PJSC Enel Russia, also he is the First Deputy General Director, Member of the Executive Board of JSC Management Company RDIF (before reorganization - LLC Management Company RDIF). He is a Director of Cause Investments Limited, PFR Partners Management Limited, RDIF Asset Management Limited, non-executive Director and a member of Audit, Risks and Internal Control Committee of Tigers Realm Coal Limited. Mr. Sitdekov is a member of the Board of Directors of LLC Severo-vostochnaya magistral, LLC Yugo-vostochnaya magistral, LLC Road-investment company, LLC Professional logistics technologies, JSC Terminal Vladivostok, Chairman of the Board of Directors of LLC Natsionalnaya sim-karta.	Complied with
Denis Mosolov	Mr. Mosolov was born in 1981, he attended Macquarie University in Sydney and received Bachelor of Commerce, specializing in Actuarial Studies in 2002. He is a Chairman of the Related Party Transaction Committee and a member of the Audit and Corporate Governance Committee of the Board of Directors of PJSC Enel Russia. He has been with Macquarie Group since 2008, specializing in funds management of infrastructure assets in Australia, Europe and Russia.	Complied with

8.4. To recognize that all the candidates have the required experience, knowledge and business reputation.

8.5. To recommend to the shareholders of PJSC Enel Russia to elect sufficient number of independent directors at 2018 Annual General Shareholders' Meeting so that PJSC Enel Russia to comply with both the Listing Rules of Moscow Exchange requiring 3 independent directors and with the recommendations of Corporate Governance Code requiring 4 independent directors.

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«**FOR**» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, A.A.J. WILLIAMS, M. FRAGALE)

«**AGAINST**» (NONE)

«**ABSTAINED**» (NONE)

RESOLUTION ADOPTED

Issue № 9. Recommendations to the General Shareholders' Meeting of PJSC Enel Russia on the issue «Approval of the new version of the Company's Charter».

Speaker: A.S. Zontov.

Questions were asked by D.V. Mosolov.

Comments were expressed by: A.S. Zontov, C. Palasciano Villamagna.

Resolution:

9. To recommend to the Annual General Shareholders' Meeting of the Company to adopt the following resolution on the issue «Approval of a new version of the Company's Charter»: «To approve the new version of the Company's Charter as per Appendix № 7».

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«**FOR**» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, A.A.J. WILLIAMS, M. FRAGALE)

«**AGAINST**» (NONE)

«**ABSTAINED**» (NONE)

RESOLUTION ADOPTED

Issue № 10. Recommendations to the General Shareholders' Meeting of PJSC Enel Russia on the issue «Approval of a new version the Rules of procedure for convening and holding the meetings of Board of Directors of PJSC Enel Russia».

Speaker: A.S. Zontov.

Resolution:

10. To recommend the Annual General Shareholders' Meeting of the Company to adopt the following resolution on the issue «Approval of the Rules of procedure for convening and holding meetings of the Board of Directors of the Company» in the new version: «To approve the new version of Rules of procedure for convening and holding meetings of the Board of Directors of PJSC Enel Russia as per Appendix 8».

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«**FOR**» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, A.A.J. WILLIAMS, M. FRAGALE)

«**AGAINST**» (NONE)

«**ABSTAINED**» (NONE)

RESOLUTION ADOPTED

Issue № 11. Recommendations to the General Shareholders' Meeting of PJSC Enel Russia on the issue «Approval of a new version of the Regulation on payment of remuneration and compensations to members of Board of Directors of PJSC Enel Russia».

Speaker: A.S. Zontov.

Questions were asked by G.J. Rohan.

Comments were expressed by A.S. Zontov, Z.I. Sedova.

Resolution:

11. To recommend the Annual General Shareholders' Meeting of the Company to adopt the following resolution on the issue «Approval of a new version of the Regulation on payment of remuneration and compensations to members of Board of Directors of PJSC Enel Russia» in the new version: «To approve the new version of Regulation on payment of remuneration and compensations to members of Board of Directors of PJSC Enel Russia as per Appendix 9».

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«FOR» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, A.A.J. WILLIAMS, M. FRAGALE)

«AGAINST» (NONE)

«ABSTAINED» (NONE)

RESOLUTION ADOPTED

Issue № 12. Recommendations to the General Shareholders' Meeting of PJSC Enel Russia on the issue «Consent for conclusion of the agreement for transfer of contracts for delivery of capacity of the renewable generating facility to be made by PJSC Enel Russia to LLC Enel Rus Wind Kola as a related-party transaction».

Questions were asked by: D.V. Mosolov.

Comments were expressed by: S.M. Zweguintzow, A.A.J. Williams, D.V. Mosolov, Y.K. Matyushova, C. Palasciano Villamagna.

Resolution:

12.1. To determine that the agreement for transfer of contracts for delivery of capacity of the renewable generating facility (the DPM contracts) to be made by PJSC Enel Russia to LLC Enel Rus Wind Kola as a related-party transaction shall be free of charge. The aggregated value of assigned rights under DPM contracts is equal to the maximum cost of capacity of the renewable generating facility during the delivery period and exceeds 10 BRUB, excl. VAT.

12.2. To recommend to General Shareholders' Meeting of PJSC Enel Russia to adopt the following resolution on the issue «Consent for conclusion of the agreement for transfer of contracts for delivery of capacity of the renewable generating facility to be made by PJSC Enel Russia to LLC Enel Rus Wind Kola as a related-party transaction»:

«To give consent for conclusion of the agreement for transfer of contracts for delivery of capacity of the renewable generating facility (the DPM contracts) to be made by PJSC Enel Russia to LLC Enel Rus Wind Kola as a related-party transaction on the following essential terms and conditions:

Parties of the agreement	Transferor – PJSC Enel Russia. Transferee – LLC Enel Rus Wind Kola. JSC Trading System Administrator of Wholesale Electricity Market Transactions.
Subject of the agreement	Transfer by the Transferor of all rights and obligations under the DPM contracts to the Transferee, as a result of which the Transferor shall be completely replaced by the Transferee in accordance with all conditions and requirements of the DPM contracts. DPM contracts are made with respect to the delivery of capacity of the renewable generating facility of awarded capacity of 200.97 MW. Aggregated value of the assigned rights under DPM contracts is equal to the maximum cost of capacity of the renewable generating facility during the delivery period and exceeds 10 BRUB, excl. VAT.

Price of the agreement	Free of charge.
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The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Kola owing shares in authorized capital of LLC Enel Rus Wind Kola in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100% of shares in authorized capital of LLC Enel Rus Wind Kola, and Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Kola owing its shares in indirect possession».

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«**FOR**» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, M. FRAGALE)

«**AGAINST**» (NONE)

«**ABSTAINED**» (A.A.J. WILLIAMS)

RESOLUTION ADOPTED

Issue № 13. Recommendations to the General Shareholders' Meeting of PJSC Enel Russia on the issue «Consent for conclusion of the agreement for transfer of contracts for delivery of capacity of the renewable generating facility to be made by PJSC Enel Russia to LLC Enel Rus Wind Azov as a related-party transaction».

Questions were asked by: D.V. Mosolov.

Comments were expressed by: S.M. Zweguintzow, A.A.J. Williams, D.V. Mosolov, Y.K. Matyushova, C. Palasciano Villamagna.

Resolution:

13.1. To determine that the agreement for transfer of contracts for delivery of capacity of the renewable generating facility (the DPM contracts) to be made by PJSC Enel Russia to LLC Enel Rus Wind Azov as a related-party transaction shall be free of charge. The aggregated value of assigned rights under DPM contracts is equal to the maximum cost of capacity of the renewable generating facility during the delivery period and exceeds 10 BRUB, excl. VAT.

13.2. To recommend to General Shareholders' Meeting of PJSC Enel Russia to adopt the following resolution on the issue «Consent for conclusion of the agreement for transfer of contracts for delivery of capacity of the renewable generating facility to be made by PJSC Enel Russia to LLC Enel Rus Wind Azov as a related-party transaction»:

«To give consent for conclusion of the agreement for transfer of contracts for delivery of capacity of the renewable generating facility (the DPM contracts) to be made by PJSC Enel Russia to LLC Enel Rus Wind Azov as a related-party transaction on the following essential terms and conditions:

Parties of the agreement	<p>Transferor – PJSC Enel Russia.</p> <p>Transferee – LLC Enel Rus Wind Azov.</p> <p>JSC Trading System Administrator of Wholesale Electricity Market Transactions.</p>
Subject of the agreement	<p>Transfer by the Transferor of all rights and obligations under the DPM contracts to the Transferee, as a result of which the Transferor shall be completely replaced by the Transferee in accordance with all conditions and requirements of the DPM contracts.</p> <p>DPM contracts are made with respect to the delivery of capacity of the renewable generating facility of awarded capacity of 90.09 MW.</p> <p>Aggregated value of assigned rights under DPM contracts is equal to the maximum cost of capacity of the renewable generating facility during the delivery period and exceeds 10 BRUB, excl. VAT.</p>
Price of the agreement	Free of charge.

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Azov owing shares in authorized capital of LLC Enel Rus Wind Azov in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100% of shares in authorized capital of LLC Enel Rus Wind Azov, and Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Azov owing its shares in indirect possession».

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«**FOR**» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, A.A.J. WILLIAMS, M. FRAGALE)

«**AGAINST**» (NONE)

«**ABSTAINED**» (NONE)

RESOLUTION ADOPTED

Issue № 14. Recommendations to the General Shareholders' Meeting of PJSC Enel Russia on the issue «Consent for an Independent Guarantee to be issued by PJSC Enel Russia for LLC Enel Rus Wind Kola as a related-party transaction».

Comments were expressed by: S.M. Zweguintzow, D.V. Mosolov, C. Palasciano Villamagna, Y.K. Matyushova.

Resolution:

14.1. To determine that the value of the Independent Guarantee to be issued by PJSC Enel Russia for LLC Enel Rus Wind Kola as a related-party transaction shall not exceed ninety nine million seven hundred thousand (99,700,000.00) EUR and four billion six hundred million (4.600.000.000,00) RUB. The Guarantee Fee Rate shall be 0%.

14.2. To recommend to General Shareholders' Meeting of PJSC Enel Russia to adopt the following resolution on the issue «Consent for an Independent Guarantee to be issued by PJSC Enel Russia for LLC Enel Rus Wind Kola as a related-party transaction»:

«To give consent for issuance of the Independent Guarantee by PJSC Enel Russia for LLC Enel Rus Wind Kola as a related-party transaction on the following essential terms and conditions:

Parties of the Guarantee	PJSC Enel Russia – the Guarantor; LLC Enel Rus Wind Kola – the Guaranteed Party; “Siemens Gamesa Renewable Energy” LLC – the Guarantee Beneficiary
Subject of the Guarantee	The Guarantor shall indemnify the Guarantee Beneficiary against all losses and expenses, up to the amount of the guarantee, which may be incurred by the Guarantee Beneficiary in connection with the Guaranteed Party’s failure to perform obligations under the Turbine Supply Agreement (“TSA”). TSA will be entered into between the Guarantee Beneficiary and the Guaranteed Party in connection with the project for wind farm construction of 200.97 MW in Murmansk region (hereinafter referred to as the “Project”).
Value of the Guarantee	Shall not exceed ninety nine million seven hundred thousand (99,700,000.00) EUR and four billion six hundred million (4.600.000.000,00) RUB The amount of the Guarantee shall be automatically decreased by the amount paid by the Guaranteed Party under TSA.
The Guarantee Term	Valid from the date of issuance till the earlier of a) fulfilment by the Guaranteed Party of its obligations under TSA or b) 28.02.2022.
The Guarantee Fee Rate	0%

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Kola owing shares in authorized capital of LLC Enel Rus Wind Kola in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100% of shares in authorized capital of LLC Enel Rus Wind Kola, and Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Kola owing its shares in indirect possession».

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«FOR» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, M. FRAGALE)

«AGAINST» (A.A.J. WILLIAMS)

«ABSTAINED» (NONE)

RESOLUTION ADOPTED

Issue № 15. Recommendations to the General Shareholders' Meeting of PJSC Enel Russia on the issue «Consent for an Independent Guarantee to be issued by PJSC Enel Russia for LLC Enel Rus Wind Azov as a related-party transaction».

Comments were expressed by: S.M. Zweguintzow, D.V. Mosolov, C. Palasciano Villamagna, Y.K. Matyushova.

Resolution:

15.1. To determine that the value of the Independent Guarantee to be issued by PJSC Enel Russia for LLC Enel Rus Wind Azov as a related-party transaction shall not exceed forty five million (45,000,000.00) EUR and two billion one hundred million (2.100.000.000,00) RUB. The Guarantee Fee Rate shall be 0%.

15.2. To recommend to General Shareholders' Meeting of PJSC Enel Russia to adopt the following resolution on the issue «Consent for an Independent Guarantee to be issued by PJSC Enel Russia for LLC Enel Rus Wind Azov as a related-party transaction»:

«To give consent for issuance of the Independent Guarantee by PJSC Enel Russia for LLC Enel Rus Wind Azov as a related-party transaction on the following essential terms and conditions:

Parties of the Guarantee	PJSC Enel Russia – the Guarantor; LLC Enel Rus Wind Azov – the Guaranteed Party; “Siemens Gamesa Renewable Energy” LLC – the Guarantee Beneficiary.
Subject of the Guarantee	The Guarantor shall indemnify the Guarantee Beneficiary against all losses and expenses, up to the amount of the guarantee, which may be incurred by the Guarantee Beneficiary in connection with the Guaranteed Party's failure to perform obligations under the Turbine Supply Agreement (“TSA”). TSA will be entered into between the Guarantee Beneficiary and the Guaranteed Party in connection with the project for wind farm construction of 90.09 MW in Azov, Rostov region (hereinafter referred to as the “Project”).
Value of the Guarantee	Shall not exceed forty five million (45,000,000.00) EUR and two billion one hundred million (2.100.000.000,00) RUB. The amount of the Guarantee shall be automatically decreased by the amount paid by the Guaranteed Party under TSA.
The Guarantee Term	Valid from the date of issuance till the earlier of a) fulfilment by the Guaranteed Party of its obligations under TSA or b) 01.03.2021.
The Guarantee Fee Rate	0%

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Azov owing shares in authorized capital of LLC Enel Rus Wind Azov in indirect possession through participation in authorized capital of PJSC Enel Russia, owning

100% of shares in authorized capital of LLC Enel Rus Wind Azov, and Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Azov owing its shares in indirect possession».

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«**FOR**» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, A.A.J. WILLIAMS, M. FRAGALE)

«**AGAINST**» (NONE)

«**ABSTAINED**» (NONE)

RESOLUTION ADOPTED

Issue № 16. Recommendations to the General Shareholders' Meeting of PJSC Enel Russia on the issue «Consent for conclusion of Suretyship Agreement by PJSC Enel Russia for the obligations of LLC Enel Rus Wind Kola as a related-party transaction».

Comments were expressed by: S.M. Zweguintzow, D.V. Mosolov, C. Palasciano Villamagna, Y.K. Matyushova.

Resolution:

16.1. To determine that the limit of joint responsibility of PJSC Enel Russia being the Suretyship Provider under Suretyship Agreement for the obligations of LLC Enel Rus Wind Kola as a related-party transaction shall not exceed 32.000.000.000,00 (thirty two billion) RUB. The Suretyship Provider shall provide a Suretyship free of charge.

16.2. To recommend to General Shareholders' Meeting of PJSC Enel Russia to adopt the following resolution on the issue «Consent for conclusion of Suretyship Agreement by PJSC Enel Russia for the obligations of LLC Enel Rus Wind Kola as a related-party transaction»:

«16.2.1. To give consent for the conclusion of Suretyship Agreement by PJSC Enel Russia for the obligations of LLC Enel Rus Wind Kola under the Credit Contract concluded with Bank(s) (hereinafter referred to as the «Credit Contract») as a related-party transaction on the following essential terms and conditions:

Parties of Suretyship Agreement	PJSC Enel Russia – the Suretyship Provider; Bank(s) – the Lender(s)
Beneficiary	LLC Enel Rus Wind Kola – the Borrower;
Bank(s)	A financial institution, which satisfies the following criteria: 1. For commercial banks: <ul style="list-style-type: none"> ▪ with a credit rating not lower than the level of the country rating of the Russian Federation minus 2 notches (S&P, Fitch or Moody's) at the date of entering the deal, or ▪ which is among the top ten Russian banks by amount of net assets at the date of entering the deal. 2. For other financial institutions (including banks for development): <ul style="list-style-type: none"> ▪ with a credit rating not below the level of the country

	<p>rating of the Russian Federation minus 2 notches (S&P, Fitch or Moody's) at the date of entering the deal, and</p> <ul style="list-style-type: none"> ▪ with value of Total Assets of at least 100 billion rubles. <p>The financial institution shall be selected by the Borrower under the results of consideration of the relevant proposals.</p>
Subject of Suretyship Agreement	<p>The issue of Suretyship by the Suretyship Provider to the Bank to secure due performance all obligations of the Borrower under the Credit Contract signed between the Borrower and Bank (the Lender) including return of all amount of the credit and the interest for use of other party's funds added according to Art. 395 of the Civil Code of the Russian Federation, in case of invalidity or recognition of the Credit Contract uncompleted, payment of interest charged on the credit (including potential increase of the interest rate according to the terms of the Credit Contract), payment of commissions and penalties mentioned in the Credit Contract, reimbursement of legal costs of the debt recovering and other losses caused by the failure of the Borrower to perform its obligations under the Credit Contract.</p> <p>The Suretyship Provider shall undertake to bear joint responsibility towards the Lender for due performance by the Borrower of his obligations under the Credit Contract.</p> <p>The Credit Contract shall be entered between the Borrower and Bank for the purposes of financing costs related to the project for construction of renewable generating facility (wind farm) with designed capacity of 200.97 MW in Murmansk region (hereinafter referred to as the "Project") and/or to refinance the costs incurred earlier in relation to the Project.</p>
Limit of shared responsibility of the Suretyship Provider towards Bank(s)	Shall not exceed 32.000.000.000,00 (thirty two billion) RUB
Tenor of the Suretyship	not more than 20 years
Interest on the Suretyship	The Suretyship Provider shall provide Suretyship free of charge

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. (Netherlands) shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Kola owing shares in authorized capital of LLC Enel Rus Wind Kola in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100% of shares in authorized capital of LLC Enel Rus Wind Kola, and Enel S.p.A. (Italy) shall be admitted as the entity having interest in transaction since Enel S.p.A. (Italy) is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Kola owing its shares in indirect possession.

16.2.2. Other conditions of a Suretyship shall be determined by the Sole Executive Body of the Suretyship Provider on his discretion».

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«FOR» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, M. FRAGALE)

«AGAINST» (A.A.J. WILLIAMS)

«ABSTAINED» (NONE)

RESOLUTION ADOPTED

Issue № 17. Recommendations to the General Shareholders' Meeting of PJSC Enel Russia on the issue «Consent for conclusion of a Suretyship Agreement by PJSC Enel Russia for the obligations of LLC Enel Rus Wind Azov as a related-party transaction».

Comments were expressed by: S.M. Zweguintzow, D.V. Mosolov, C. Palasciano Villamagna, Y.K. Matyushova.

Resolution:

17.1. To determine that the limit of joint responsibility of PJSC Enel Russia being the Suretyship Provider under Suretyship Agreement for the obligations of LLC Enel Rus Wind Azov as a related-party transaction shall not exceed 15.000.000.000,00 (fifteen billion) RUB. The Suretyship Provider shall provide a Suretyship free of charge.

17.2. To recommend to General Shareholders' Meeting of PJSC Enel Russia to adopt the following resolution on the issue «Consent for conclusion of a Suretyship Agreement by PJSC Enel Russia for the obligations of LLC Enel Rus Wind Azov as a related-party transaction»:

«17.2.1. To give consent for conclusion of a Suretyship Agreement by PJSC Enel Russia for the obligations of LLC Enel Rus Wind Azov under the Credit Contract concluded with Bank(s) (hereinafter referred to as «Credit Contract») as a related-party transaction on the following essential terms and conditions:

Parties of Suretyship Agreement	PJSC Enel Russia – the Suretyship Provider; Bank(s) – the Lender(s)
Beneficiary	LLC Enel Rus Wind Azov – the Borrower;
Bank(s)	<p>A financial institution, which satisfies the following criteria:</p> <p>1.For commercial banks:</p> <ul style="list-style-type: none"> ▪ with a credit rating not lower than the level of the country rating of the Russian Federation minus 2 notches (S&P, Fitch or Moody's) at the date of entering the deal, or ▪ which is among the top ten Russian banks by amount of net assets at the date of entering the deal. <p>2.For other financial institutions (including banks for development):</p> <ul style="list-style-type: none"> ▪ with a credit rating not below the level of the country rating of the Russian Federation minus 2 notches (S&P, Fitch or Moody's) at the date of entering the deal, and ▪ with value of Total Assets of at least 100 billion rubles. <p>The financial institution shall be selected by the Borrower under the results of consideration of the relevant proposals.</p>
	The issue of Suretyship by the Suretyship Provider to the Bank to secure due performance all obligations of the Borrower under the Credit Contract signed between the Borrower and Bank (the

Subject of Suretyship Agreement	<p>Lender) including return of all amount of the credit and the interest for use of other party's funds added according to Art. 395 of the Civil Code of the Russian Federation, in case of invalidity or recognition of the Credit Contract uncompleted, payment of interest charged on the credit (including potential increase of the interest rate according to the terms of the Credit Contract), payment of commissions and penalties mentioned in the Credit Contract, reimbursement of legal costs of the debt recovering and other losses caused by the failure of the Borrower to perform its obligations under the Credit Contract.</p> <p>The Suretyship Provider shall undertake to bear joint responsibility towards the Lender for due performance by the Borrower of his obligations under the Credit Contract.</p> <p>The Credit Contract shall be entered between the Borrower and Bank for the purposes of financing costs related to the project for construction of renewable generating facility (wind farm) with designed capacity of 90.09 MW in Azov, Rostov region (hereinafter referred to as the "Project") and/or to refinance the costs incurred earlier in relation to the Project.</p>
Limit of shared responsibility of the Suretyship Provider towards Bank(s)	Shall not exceed 15.000.000.000,00 (fifteen billion) RUB
Tenor of the Suretyship	not more than 20 years
Interest on the Suretyship	The Suretyship Provider shall provide the Suretyship free of charge

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Azov owing shares in authorized capital of LLC Enel Rus Wind Azov Kola in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100% of shares in authorized capital of LLC Enel Rus Wind Azov, and Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Azov owing its shares in indirect possession.

17.2.2. Other conditions of a Suretyship shall be determined by the Sole Executive Body of the Suretyship Provider on his discretion».

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«**FOR**» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, A.A.J. WILLIAMS, M. FRAGALE)

«**AGAINST**» (NONE)

«**ABSTAINED**» (NONE)

RESOLUTION ADOPTED

Issue № 18. Recommendations to the General Shareholders' Meeting of PJSC Enel Russia on the issue «Consent for conclusion of loan agreement between PJSC Enel Russia and LLC Enel Rus Wind Kola as a related-party transaction».

Comments were expressed by: S.M. Zweguintzow.

Resolution:

18.1. To determine that the maximum aggregate amount of loans under loan agreement between PJSC Enel Russia and LLC Enel Rus Wind Kola as a related-party transaction shall not exceed 5.500.000.000,00 (five billion five hundred million) RUB and the interest rate shall be 0%.

18.2. To recommend to General Shareholders' Meeting of PJSC Enel Russia to adopt the following resolution on the issue «Consent for conclusion of loan agreement between PJSC Enel Russia and LLC Enel Rus Wind Kola as a related-party transaction»:

«To give consent for the conclusion of loan agreement between PJSC Enel Russia and LLC Enel Rus Wind Kola as a related-party transaction on the following essential terms and conditions:

Parties of the Agreement	PJSC Enel Russia – the Lender; LLC Enel Rus Wind Kola – the Borrower
Subject of the Agreement	Provision of loans (tranches) by the Lender to the Borrower
Special purpose loan	Loans are provided to finance payments, which are necessary for due performance of agreements and activities related to the the project for construction of renewable generating facility (wind farm) with designed capacity of 200.97 MW in Murmansk region (hereinafter referred to as the “Project”), as well as for operational and financial expenses of the Borrower.
Max Loan Amount	Shall not exceed 5.500.000.000,00 (five billion five hundred million) RUB.
Rate	0%
Maturity	Final maturity of each separate tranche will not exceed 20 years from the date of signing of each drawdown notice.
Other terms and conditions	Amount, final maturity, repayment schedule and other terms and conditions to be defined in each specific drawdown notice within the above limits.

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Kola owing shares in authorized capital of LLC Enel Rus Wind Kola in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100% of shares in authorized capital of LLC Enel Rus Wind Kola, and Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Kola owing its shares in indirect possession».

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«**FOR**» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINTZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, M. FRAGALE)

«**AGAINST**» (A.A.J. WILLIAMS)

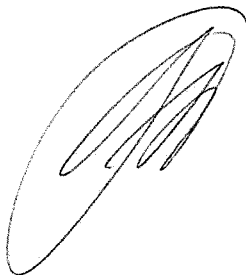
«**ABSTAINED**» (NONE)

RESOLUTION ADOPTED

Chairman of the Board of Directors of PJSC Enel Russia S.M. Zweguintzow/signature
Corporate Secretary of PJSC Enel Russia Z.I. Sedova /signature

True extract:

Corporate Secretary of PJSC Enel Russia

A handwritten signature in black ink, appearing to be 'Z.I. Sedova', enclosed within a large, hand-drawn oval shape.

Z.I. Sedova

Extract date: May 04, 2018.



**PUBLIC JOINT STOCK COMPANY
Enel Russia**

**Extract from the MINUTES № 2/18
Meeting of the Board of Directors of PJSC Enel Russia**

Location: 7, building 1, Pavlovskaya street, Moscow.

Date of the meeting: March 06, 2018.

Form of the Meeting: in absentia.

Deadline for ballots and messages on voting by email receipt: March 06, 2018, 17:00 (Moscow time).

Minutes date: March 07, 2018.

Participated in the Meeting:

Chairman of the Board of Directors: S.M. ZWEGUINTZOW

Members of the Board of Directors: R. AVOGADRO DI VIGLIANO

R.A.E. DEAMBROGIO

G. LUZZIO

D.V. MOSOLOV

M. PROIETTI

G.J. ROHAN

T.A. SITDEKOV

L.N. SOUVIRON

A.A.J. WILLIAMS

M. FRAGALE

Quorum is present.

Corporate secretary Z.I. SEDOVA

The votes were counted by Z.I. Sedova.

Issue № 1. Review of shareholders' proposals on nomination of candidates to the managing and control bodies of PJSC Enel Russia to be elected at the Annual General Shareholders Meeting of the Company.

Resolution:

1.1. To include the following candidates into candidates list for voting on elections to the PJSC Enel Russia Board of Directors:

No	Candidacy recommended by shareholders for introduction into candidates list on elections to the Company Board of Directors	Name of shareholders who recommended a candidacy for introduction into candidates list on elections to the Company Board of Directors
1	Stephane Maurice Zweguintzow	Enel Investment Holding B.V.
2	Roberto Antonio Enzo Deambrogio	Enel Investment Holding B.V.
3	Rodolfo Avogadro Di Vigliano	Enel Investment Holding B.V.

4	Marco Fragale	Enel Investment Holding B.V.
5	Maria Antonietta Giannelli	Enel Investment Holding B.V.
6	Andrea Palazzolo	Enel Investment Holding B.V.
7	Andrea Guaccero	Enel Investment Holding B.V.
8	Isabella Alessio	Enel Investment Holding B.V.
9	Giuseppe Luzzio	Enel Investment Holding B.V.
10	Giorgio Callegari	Enel Investment Holding B.V.
11	Gerald Joseph Rohan	Enel Investment Holding B.V.
12	Laurent Nicolas Souviron	PFR Partners Fund I Limited
13	Tagir Sitdekov	PFR Partners Fund I Limited
14	Denis Mosolov	PFR Partners Fund I Limited
15	Alexander Arthur John Williams	The Russian Prosperity Fund
16	Morozov Andrey Vladimirovich	The Russian Prosperity Fund

1.2. To include the following candidates into candidates list for voting on elections to the PJSC Enel Russia Internal Audit Commission:

No	Candidacy recommended by shareholders for introduction into candidates list on elections to the Company Internal Audit Commission	Name of shareholders who recommended a candidacy for introduction into candidates list on elections to the Company Internal Audit Commission
1	Giancarlo Pescini	Enel Investment Holding B.V.
2	Paolo Pirri	Enel Investment Holding B.V.
3	Kumlachew Marchetti Mechal Ebisa	Enel Investment Holding B.V.
4	Mauro Di Carlo	Enel Investment Holding B.V.
5	Natalia Alexandrovna Khramova	Enel Investment Holding B.V.

Quorum: 100 %

The resolution is adopted by a majority of elected members of the Board of Directors.

Voting results:

«FOR» (R. AVOGADRO DI VIGLIANO, R.A.E. DEAMBROGIO, S.M. ZWEGUINZOW, G. LUZZIO, D.V. MOSOLOV, M. PROIETTI, G.J. ROHAN, T.A. SITDEKOV, L.N. SOUVIRON, A.A.J. WILLIAMS, M. FRAGALE)

«AGAINST» (NONE)

«ABSTAINED» (NONE)

RESOLUTION ADOPTED

*Chairman of the Board of Directors of PJSC Enel Russia S.M. Zweguintzow/signature
Corporate Secretary of PJSC Enel Russia Z.I. Sedova /signature*

True extract:
Corporate Secretary of PJSC Enel Russia



Z.I. Sedova

Extract date: May 04, 2018.